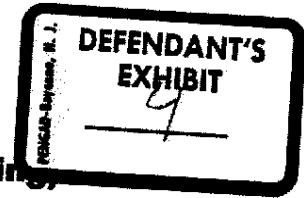


HR Integration

**Team Name (e.g. Organizational Development and Learning)**

Team Lead Name: Mike Pollard

Department Mission:

Human Resource's Organizational Development and Learning function is being designed to support the creation and sustainment of "a winning team" and "a high performance work culture" in the new Regions. Seven major work streams described below involve developing associates as well as the organization as a whole through a comprehensive human capital strategy.

Vision for Target Environment:1. Strategic HR Initiatives

The Strategic HR Initiatives Department will support HR in it's effort to impact business results and create positive associate experiences by providing assistance with key change management planning, development of HR initiative training, and corporate human resource planning associated with launching new HR initiatives (i.e.: Performance Management, eRecruit, Talent Retention Strategy, etc). This department will use the new HR model to interact with business partners and college learning officers to ensure an aligned approach to project implementation. The Strategic HR Initiatives Department will also implement and maintain career management and talent management processes used in Union Planters. The department will be located in Cordova. Associates reporting to the manager of Strategic HR Initiatives may be located in other cities where a corporate presence exists.

2. Learning Technologies Team

The Learning Technologies Group creates a consistent learning culture across the company through key technology/tools. It provides the vehicle for decentralized training administration in the NewCo using the learning management system (UP³). The Learning Technology Group will support LMS admin competencies for instructors, training coordinators, HR business partners and call center support. Virtual classroom technology will be used to provide instructor-led training across the organizational footprint. Legacy training data will be mapped from the Regions PS Training Admin to the LMS, which will serve as the system of record. E-Learning development will be centralized into a core function within Learning Technology to develop online, self-paced training and interactive distance learning content for job skills training and support the development of e-learning competencies within the instructional design group. Selection of the e-learning development architecture and integration of digital content into the LMS will be managed by the Learning Technology Group. The Learning Technology Group will deliver training mission critical management reporting.

3. Regions University

Regions University provides a comprehensive Learning Strategy aligned to the company's strategic business initiatives through a relationship management orientation. The University's six colleges – Retail, Commercial, Operations, IT, Mortgage, and Corporate Support are headed by College Learning Officers (CLO's) responsible to manage design and delivery resources to support conversion and mission critical training efforts. The University CLO's maintain constant awareness of the business needs and the delivery of the new hire associates training, existing associates training, and sustainment strategies. Key emphasis is placed on creating individual associate development plans, delivering only the training needed to build core competency, and measuring training impacts.

4. Individual Assessments

To provide comprehensive selection and development assessment strategies and tools that enhance leadership effectiveness, front-line performance, managerial style and job knowledge. Individual Assessment will provide consulting services to Recruitment, HR Business Partners and managers facilitating the use of objective assessment tools across the organization.

5. Organizational Effectiveness

The Organizational Effectiveness Group will incorporate research methodology, survey technologies, consulting processes and training programs to support OD&L, HR Business Partners and functional units within the bank. The group will provide information on human capital to facilitate more effective planning and decisions impacting productivity, quality and cost. Through organizational interventions and team building programs the group will enhance relationships and communication between individuals and groups. Through surveys and HR Research, will provide timely and accurate information about Human Capital and Organizational Performance, enhance the capability to better manage and retain talent. Special emphasis will demonstrate the impact on business results and return on investment for organizational development and training initiatives and improve organizational effectiveness through targeted interventions.

6. Leadership and Sales Institute

The Leadership and Sales Institute will support the building of a high performance culture in the new company by developing Great Leaders who create such an engaging climate that associates choose to perform at their best every day. As a strategic partner, the Institute develops and sustains specific leadership competencies identified by senior management as key to the execution of business strategy; provides performance consulting and coaching for business partners, seeking first to understand their strategy, and then to integrate the business unit's unique needs into the execution of strategy; recommends effective solutions that produce individualized action plans, use client resources efficiently, and develop processes that facilitate future improvements. Continued development of sales skills in the new company will incorporate the learning's of each company and the principles of EnAct in order to continuously improve the Chart the Course sales process. The Leadership and Sales Institute acts as a key vendor to the Colleges to provide job specific sales, sales management, and leadership courses based on forecasted needs.

7. Conversion Training Process Management

A full time Conversion Process Training Manager will work closely with Integration Team Managers, Conversion Management, and Region's University College Officers to identify, design, deliver, and evaluate required conversion training programs. The majority of the training resources required to meet conversion training needs will be supplied by the University Colleges. Secondary consideration should be given to staff training and support needs from the field. Key consideration will be given to coordinate related systems and processes (i.e. Retail, Commercial, etc). Associates will participate in competency certifications associated with conversions. Training will consist of classroom and distance learning to create cost efficient blended learning processes delivered within the critical 2 to 3 week period preceding conversions.

Staffing Model – Use a separate sheet if needed. Organizational Chart for Day 1 (July 1st) and Organizational Chart for your long term vision.

Name	Grade	Job Title	Location	Comment
Mike Pollard	TBD	Director Organizational Development and Learning	TBD	
TBD	TBD	Administration	TBD	
TBD	TBD	Conversion Training Process	TBD	
TBD	TBD	Manager Strategic HR Initiatives	TBD	
TBD	TBD	Manager Learning Technologies	TBD	
Mike Pollard		Director Regions University	TBD	
TBD	TBD	Manager Individual Assessments	TBD	
TBD	TBD	Manager Organizational Effectiveness	TBD	
TBD	TBD	Retail College Officer	TBD	
TBD	TBD	Commercial College Officer	TBD	
TBD	TBD	Mortgage Officer	TBD	
TBD	TBD	IT College Officer	TBD	
TBD	TBD	Operations College Officer	TBD	
TBD	TBD	Corporate Support College Officer	TBD	
TBD	TBD	Leadership & Sales Institute Officer	TBD	

Put "TBD" where details have not been finalized.

Describe the services offered:

- Consultant to HR Business Partners and Recruitment insuring correct interpretation of personality, cognitive and interview data.
- Implementation of testing processes (e.g., development of procedures/cut-off scores, legal defensibility issues) for selection, promotions and reorganizations.
- Testing/Assessments for cognitive ability, managerial style, leadership skills, and specific soft skills (e.g., sales, customer service).
- Developmental feedback discussions (based on personality data) with leaders to enhance specific leadership skills.
- Competency based, behavioral interview guides for specific positions.
- Validation research to insure suitability and legal defensibility of testing products.
- Discussions with hiring managers about candidate strengths/weaknesses.
- Creation of individual assessments to evaluate employee job knowledge (e.g., product).
- Support the assimilation of the new HR model through change management practices
- Work with HR Business Partners to assess change management / training needs related to implementing new initiatives
- Design and develop change management / training materials for HR initiatives
- Provide tools to assist HR Business Partners implementing the talent management process
- Provide tools to assist HR Business Partners implementing succession management
- Support head of HR in gathering talent/succession planning information for strategic planning sessions
- Implement career management for all associates
- Support / lead employee brand project
- Management reporting of training data for the NewCo
- Support for decentralized training administration
- Distance Learning support, development and quality control
- E-Learning development and implementation
- Certification and Curricula Delivery and Reporting
- Training Lab Management
- Job Analysis/Competency Modeling focused on high performer behaviors
- Conducting HR Research Survey design, analysis and reporting
- Measurement and evaluation of training
- OD planning, interventions and consulting
- Designing/delivering teambuilding programs
- Maintenance of HR's performance management process
- Organizational design consulting
- Leadership Development across all business units with specific focus on:
 - Sales Leadership / Coaching
 - Executive & Senior Management
 - Mid-Management
 - Supervisors
 - New Managers
- Sales skill development by line of business
- Behavioral Interviewing training
- Quality / Continuous Learning and Improvement programs
- On-Boarding of New Managers process

Expected Results:

- Improved employee retention in key, front-line positions because of better person/job fit and performance of selected candidates.
 - Enhanced performance (e.g., managerial style, decision making) of leaders due to job fit and cognitive ability.
 - Enhanced leader self-awareness of strengths, weaknesses and developmental needs.
 - Enhanced performance (e.g., sales, customer service, decision making) of front-line, customer focused employees.
 - Improved level of job knowledge to insure high performance.
 - Increased understanding of HR model within HR
 - Increased understanding of available OD services
 - Consistent approach to training implementation of HR-led initiatives
 - Decreased time to competency through training
 - Increased retention of high value associates
 - Continuity of quality leadership
 - Reduction in training administrative staff through automation
 - Reduction in implementation time for corporate-wide training initiatives
 - Faster delivery of training reports to support management and business strategy
 - Increase in organizational effectiveness and capability due to overall increase in organizational competency
 - Improved human resources planning and decision making as a result of better information about organizational climate, key performance indicators, and human capital
 - Increased effectiveness of training and development programs
 - Improved working relationships between individuals and groups
 - Highly skilled leaders and sales staff resulting in improved bottom-line business results
 - Improved climate resulting in reduction in voluntary turnover
 - Improved Retention and Expansion of Relationships with Key Clients due to improved market planning (EnAct)
 - Expanded referral of clients between functional lines of business
 - Improved client relationships because workforce recognizes sales and service as different extensions of the same process: understanding customer needs and finding the solutions that meet those needs
 - Agile Workforce able to adapt quickly to an ever changing business environment
 - Engaged Workforce with the ability to self-monitor and self-correct through coaching process
 - Culture of continuous learning and continuous improvement
 - Culture of synergy - where breakthrough learning is the norm
-

Major Milestone	Expected Completion
Assessment & Selection:	
✓ Individual Assessment strategy finalized and integrated with UP ³ and Competency Management	Q2, 2004
✓ Executives on board with Assessment Strategy	Q3, 2004
✓ Current Pre-employment Testing extended to all of new Regions	Q4, 2004
✓ Behavioral Interviewing Approach implemented in all of new Regions	Q2, 2005
✓ New Testing implemented in all of Regions (e.g., First Line Supervisor, Commercial Lender)	Q2, 2005
✓ Individual Assessment strategy implemented across new Regions (e.g., Strategic Leaders)	Q4, 2005
Organizational Development Plan	
✓ OD Plan is implemented with HR Business Partners	TBD
Competency Management:	
✓ Current Competency Models deployed to all of new Regions	Q4, 2004
✓ Revalidation of competency models for NewCo	Q2, 2005
✓ Competency Models developed for new jobs / jobs not yet studied	TBD
✓ Competency Developmental Assessment training completed and deployed using UP ³ for all of new Regions	Q4, 2005
Performance Management:	
✓ Performance Management soft skills training completed in all of new Regions	TBD
✓ Performance Management system deployed	TBD
✓ Performance Management system training completed	TBD
HR Research and Metrics	
✓ 2 nd KPI Workshop with New Regions Completed	Est. Q4, 2004
✓ Available sources loaded to fulfill KPI measures	Est. Q4, 2004
✓ New Regions HR Business Partners fully trained in HR Metrics site navigation	Est. Q4, 2004
✓ 3 rd Associate Survey Completed	Est. Q1, 2005
✓ Consolidated "hired-to-termed" Profile of Associate Perception of Org	Est. Q1, 2005
✓ 3 rd Sales Culture/Effectiveness Survey Completed	Est. Q2, 2005
Talent Management:	
✓ Talent Management strategy determined by Regions Leadership	Q4, 2004
✓ Talent Management deployed to all of new Regions	Q3, 2005
Career Management:	
✓ Career Management strategy defined for Regions leadership	Q4 2004
✓ Career Web Site e-Tours Re-aligned	Q4 2004
✓ Career Advisor Network deployed	Q1 2005
✓ Career Directions workshops training implemented	Q1 2005
Initiatives Rollout:	
✓ The new HR Model has been communicated to HR associates.	Q3 2004
✓ Business partners share model with their LOB	Q3 2004
✓ New Hire Orientation redesigned	Q3 2004
✓ HR PeopleSoft system conversion training completed	TBD
✓ UP3 system training completed	TBD

Major Milestone (CONT)	Expected Completion
Learning Technologies Team:	
√ Determination of LMS	04/15/04
√ Determination of distance learning vendor	04/15/04
√ Contracts executed for LMS	07/15/04
√ Contracts executed for distance learning vendor	07/15/04
√ Scoping of integration project	07/30/04
√ Manager reporting needs of training activity defined and temporary solution to deliver training reports through conversion	07/30/04
√ Standardized business process defined for custom e-learning and distance learning development	08/15/04
√ System administrators ready to implement on LMS	09/15/04
√ All legacy training data is populated in the LMS	09/30/04
Leadership:	
√ Leadership Competencies reviewed, updated	Q2, 2004
√ Curriculum defined by target audience: Senior, Mid-Mgmt, Front-Line Supervisor, New Manager	Q3, 2004
√ Measurement Process Defined	Q3, 2004
√ Leadership Curriculum: Developed, Validated, or Updated	Q4, 2004
√ Leadership Sustainment Systems Identified	Q3, 2004
√ Leadership Sustainment Systems Implemented	Q2, 2005
Sales:	
√ Sales / Sales Leadership / Market Planning(EnAct) Model Developed	Q2, 2004
√ Core Curriculum Identified based on Competencies	Q2, 2004
√ Measurement Process Defined	Q3, 2004
√ Chart the Course Type kick-off meetings completed	Q3, 2004
√ Coaching and Sustainment Plan Developed	Q3, 2004
√ Reporting Process Developed	Q3, 2004
√ Course Content Developed	Q4, 2005
Conversion Training:	
√ Conversion training structure/process developed	04/2004
√ Conversion training prioritized and scoped	05/15/04
√ Conversion training designed	
• Retail	TBD
• Commercial	TBD
• Operations	TBD
• Mortgage	TBD
• Sales/Leadership	TBD

HR BUSINESS PARTNER & OD&L RELATIONSHIP

HR BUSINESS PARTNER RESPONSIBILITIES	OD&L RESOURCES
<ul style="list-style-type: none"> Drives corporate culture with organization objectives through business units and serves as a primary carrier of corporate messages to the business unit. 	<ol style="list-style-type: none"> HR Initiative Function Culture Survey and Initiatives Leadership & Sales Strategy
<ul style="list-style-type: none"> Consults with leaders to ensure to ensure compensation and benefit strategies support and meet business objectives (i.e. executive base pay, incentive pay, etc.). 	
<ul style="list-style-type: none"> Provides strategic HR counsel regarding organizational effectiveness and performance. 	<ol style="list-style-type: none"> CLC Metrics Performance Management Process Competency Analysis
<ul style="list-style-type: none"> Serves as a relationship driver to bring needed resources to the table to address obstacles preventing successful business results. 	<ol style="list-style-type: none"> HR Research Regions University Learning Technology
<ul style="list-style-type: none"> Serves as a change agent through implementation of change management ideas and guidance to the business unit. 	<ol style="list-style-type: none"> Internal Consulting Process Change Management Processes
<ul style="list-style-type: none"> Leads team building within assigned business unit and addresses conflict that arises within the management team. 	<ol style="list-style-type: none"> Team Building Programs & Consulting
<ul style="list-style-type: none"> Guides the talent assessment process to ensure top performers are identified and a retention strategy is in place for those individuals. 	<ol style="list-style-type: none"> Career Management Processes
<ul style="list-style-type: none"> Provides continuous guidance with performance management ensuring planning, feedback, and evaluation is completed on all employees. 	<ol style="list-style-type: none"> Performance Management Templates LMS Development Plans Competency Models
<ul style="list-style-type: none"> Provides guidance with Human Resources metric tools to ensure all concerned situations are being evaluated. 	<ol style="list-style-type: none"> CLC Metrics PeopleSoft EPM
<ul style="list-style-type: none"> Assists the business unit with reorganizations through organizational planning, talent identification, and structure redesign 	<ol style="list-style-type: none"> Organizational Design Consulting Individual Assessments
<ul style="list-style-type: none"> Consults with management in regards to the results of the employee survey and the effects that the feedback tells the organization about the climate of the business unit. Assists with the development of action plans with the management team to ensure all opportunities are utilized. 	<ol style="list-style-type: none"> Climate Surveys Organizational Development Plan Process Focus Group Facilitation
<ul style="list-style-type: none"> Provides executive coaching to the business unit's senior management team. 	<ol style="list-style-type: none"> Executive Coaching Programs Leadership Training

[illegible]Regions University Core Curriculum ID: 11111111.008

[illegible]

[illegible]

[illegible]

•

[illegible]



2006 Training Top 100 Application

**Deadline for FINAL Application:
October 3, 2005**

INSTRUCTIONS: PLEASE READ

- 1. Please download and read the Top 100 tip sheet.**

Go to <http://www.trainingmag.com/training/images/pdf/2006Top100TipSheet.doc> to download the tip sheet.

- 2. We encourage you to fill out this application as completely as possible.** Complete each question fully and avoid ranges wherever possible. Incomplete or vague responses may adversely affect your ranking, while specific and/or detailed answers help us determine the appropriate position for your company.

To complete this Application Form, you must enable the Form Toolbar in your Word Software Program.

- From the main tool bar, select the View Tab. Then select the View Toolbars option.
- Then check the box next to "Forms." This will enable the Form Tool functions. The "Padlock" icon should be selected for data entry Purposes.

- 3. You may designate certain answers Not For Publication (NFP) if you wish.** We encourage you to use this option sparingly, because one of the benefits of the *Training Top 100* is the dissemination of information, methods and best practices to the wider training community.

- 4. In completing this application, simply place your the cursor inside the answer field alongside each question and type your response.** When answers have been provided, they have been pre-populated based on the online application request have been pre-populated into this document was requested online.

- 5. Essay questions have word count limits, which will be noted in the question.** Please observe these limits, as we have imposed them in an effort to cope with the number of applications we receive.

- 6. On selected questions you will be asked to record your answer using a pull down list or check box.** On others, you will check a box and complete a text response. To check the box, click the mouse in the box. To uncheck it, click in the box again. ☒

All applicants must submit their application as an electronic file, either a Word document or a PDF, to edit@trainingmag.com by October 3, 2005. If you wish, you may also send supporting materials. If you send them by mail, send them to:

Training magazine
2006 *Training Top 100* Awards
50 South 9th Street
Minneapolis, MN 55402

If you have any questions about the Top 100, feel free to call us toll-free at 866-226-1081 or to e-mail us at top100awards@skypoint.com

TERMS AND CONDITIONS: By submitting an application for the *Training Top 100*, you give *Training magazine* permission to publish any information not marked NFP (Not For Publication) and to use the data in any presentation or description of the Top 100 ranking. No materials submitted for the Top 100 competition will be returned.



PART ONE: ABOUT YOUR ORGANIZATION

1.1 What is the name and address of your company/organization?

Company Name: (As you would like it to appear in print): Regions Financial Corporation

Address 1: 105 Vulcan Road

Address 2:

City: Birmingham State/Province: AL ZIP/Postal Code: 35209

Web site: www.regions.com

1.2 What is your contact information?

Name: Todd A. Massey Title: Human Resources Consultant

Phone: 901-580-4463 Fax: 901-580-3123

E-mail: todd.massey@regions.com

1.3 For follow-up purposes only, is there an alternative contact at your organization?

Name: Mike Tuseth Title: Manager, Organizational Effectiveness

Phone: 901-580-8025 Fax: 901-580-3123

E-mail: mike.tuseth@regions.com

1.4 What were your company's annual revenues (Both U.S. and Worldwide Operations) in 2004 (or your most recent completed fiscal year)? (Please provide your answer in the form of a WHOLE NUMBER - Do not use words, ranges or abbreviations.)

U.S. Operations \$ 5,000,000,000 ☐ NFP

Total Worldwide \$ 0 ☐ NFP

1.5 How many employees are there in your organization? (Please provide your answer in the form of a WHOLE NUMBER - Do not use words, ranges or abbreviations)

United States: 25,000 ☐ NFP

Total Worldwide: 0 ☐ NFP

1.6 Which of the following best describes your organization's primary business activity? (select only one)

- ☐ Manufacturing
- ☐ Hospitality (food, lodging)
- ☐ Retail
- ☐ Wholesale/Distribution
- ☒ Finance/Banking
- ☐ Real Estate/Insurance
- ☐ Business Services
- ☐ Communications
- ☐ Transportation/Utilities
- ☐ Health/Medical Services
- ☐ Educational Services/Academic Institution
- ☐ Government and Military
- ☐ Consulting
- ☐ Public Administration
- ☐ Other: (Please Specify):

1.7 Please provide a brief description of your company: (Word count limit: 150)

The new Regions Financial Corporation has been serving customers with strength and stability for more than 135 years. Its merger with Memphis, Tenn.-based Union Planters Corporation took place in July 2004, creating a new regional force in financial services that shares a rich history of customer and community commitment, as well as the strength and stability of one of the Top 15 financial services providers in the nation. The new company has over \$85 billion in assets, and serves over 5 million customers via 1,400 offices and a 1,700-ATM network across a 16-state geographic footprint. We are a full-service provider of retail and commercial banking, trust, securities brokerage, mortgage, and insurance products and services. Regions works to help customers and communities realize their dreams by anticipating, understanding, and meeting financial needs through effective solutions.

PART TWO: ABOUT YOUR TRAINING ORGANIZATION

2.1 GOALS: Describe how you strategically link training to your organization's business goals and objectives. (Word count limit: 400)

The Organizational Development and Learning (OD&L) group forges strategic alliances with key senior and executive officers in all lines of business to determine how we can continue to best support and champion Regions' vision and focus. We have structured the various teams within OD&L (including HR Strategic Initiatives, Organizational Effectiveness, Instructional Learning & Design, Learning Systems, and the College Learning Officers within Regions University) to be aligned with the major lines of business within Regions. In fact, our College Learning Officers have seats at the table of each of the 5 major steering committees: Retail, Private Banking, Commercial, Credit, and Branching. This alignment allows for the various roles within OD&L to fully participate in frequent and in-depth meetings with line of business executives to determine strategic management decisions, including understanding the direction and changes needed in the business and in the associate competencies by creating the training interventions and determining the budgets needed to accomplish the organization's mission-critical goals.

Moreover, since the Director of Human Resources reports directly to the Chief Executive Officer, allowing us to continually identify and evaluate our formal, interrelated change management processes to enhance the company's culture in critical areas of leadership, sales, talent/career management, and learning/technical training. Some examples include:

- The use of validated assessments, behavioral interviewing, competency modeling, and onboarding programs to select and retain the right people for our organization.
- Developing our leaders via an extensive leadership and management training program to ensure the continued success of our organizations' leadership potential.
- The thoroughness of our corporate university and career management programs to provide our associates with opportunities for extensive growth and development.
- The successful application of performance management, business metrics, climate development, and internal consulting to continually secure a high-performance work environment.

Our talented OD&L group persistently sets new standards for creativity, teamwork, vision, partnerships, and perseverance. We focus our efforts on supporting our associates and executive leaders by increasing the attainment and effectiveness of our organization's goals. As such, the OD&L group at Regions Financial aligns change efforts that more fully integrate individual needs with organizational goals; change that will lead to greater organizational effectiveness through better utilization of its human resources, and change that will increase critical competencies for success.

These efforts have positively impacted associate turnover levels, increased sales performance, improved leadership practices, increased utilization of talent management practices, identified effective and efficient learning strategies improving time to proficiency, and improved organizational climate. These substantive results and the ongoing OD&L projects continue to evolve and support the mission of Regions Financial Corporation. The benefits realized by OD&L's diligence are shared by our company, our shareholders, our associates and ultimately, our customers.

2.2 Using the scale below, where 1=Always, 2=Often, 3=Seldom and 4=Never, please indicate which of the following formal training programs your organization uses, and rate how often it's used.

Briefly describe your approach of each where appropriate. Select the Not Applicable box if the situation does not apply to your organization. (Word count limit for each description: 400)

	Always	Often	Seldom	Never	Not Applicable
--	--------	-------	--------	-------	----------------

Career Counseling:



Describe Approach:

Regions Financial recognizes and respects our associates' needs to prepare for the future and manage their careers. Any associate with a desire to grow within the company can do so through a variety of career counseling resources, including the Online Career Center, the Career Directions Workshop, and the Career Advisor Network. The Online Career Center serves as a one-stop-shop for accessing individual career planning tools and can be used at the associate's convenience. The hyperlink to the site is visibly posted on the company LMS (Learning Management System) and can be accessed through any Internet connection, enabling associates to work on their career plans from work or home. Through August of this year, the site's homepage has averaged over 8,000 hits per month. The Career Directions Workshop provides hands-on training on career planning basics and consistently receives stellar ratings from program participants. The Career Advisor Network provides an opportunity for one-on-one career counseling sessions through some 45 HR professionals who annually volunteer to assist fellow associates across the company with career planning questions or needs. These resources are accessible to all associates and serve as visible evidence of Regions' commitment to provide extensive growth and learning opportunities for performance oriented associates.

How we get mgrs involved and their associates involved. Annually, mgrs provide fb and do the competency assessment; mgrs are being trained to be coaches in the career directions workshop.

Career direction also takes place in the RLDP. Becky has a special retail career coaching program to be launched in near future.

Certification:



Describe Approach:

Certifications are used at Regions Financial in three distinct ways. First, certifications are used to manage the required training for high incumbent job groups. For instance, our Teller certification program ensures each Teller receives training specific to the products, processes, and systems necessary for high performance in the role. The certification allows a consistent approach to skill acquisition that can be tracked and managed through the organizational Learning Management System (LMS). Certifications foster a sense of accomplishment and pride in the learner population for completion of a challenging training program.

Secondly, certifications are used by the organization to ensure that specific training has been successfully completed prior to allowing associates access to designated systems. Systems' training often involves completion of a simulation computer-based training program, which provides the learner with a safe environment to practice their skills prior to accessing the system in production. This approach reduces errors and Help Desk calls by certifying that the associate has received the appropriate training prior to granting system access.

The third and final way in which certifications are used at Regions Financial is through required regulatory training. Training which is mandated by external agencies that audit compliance with industry regulations must be tracked and reported. Certifications are assigned and delivered through the Learning Management System to ensure that the associates remain in compliance with the annual or bi-annual training requirements. The LMS serves as the system of record for this process and it provides managers with a method to track the status of their direct reports' certifications on an as-needed basis.

Each manager can run a Team Certification Monitor Report from the LMS to determine individual associate's progress toward certification completion. The report will indicate how many of the requirements each associate has completed and the associate's percentage toward overall certification completion. If the certification has been completed, the report provides the achieved date and expiration date of the certification.

Certification efforts are limited to our most strategic initiatives (the use of certifications to training initiatives that are closely monitored and enforced. Executive management receives regular reports in relation to any particular training which is part of an all-associates global certification program (e.g., Code of Conduct). Our associates understand the need for the few, but important, mandatory training programs that we have; more importantly, they realize the value and potential in all of the other rich training opportunities that we offer.

Numbers: # of certifications oper year, annualized, or any type of other numbers. Number of certification in last 12 months. How many hours of certification training did we do?

Communications Skills: ☒ ☐ ☐ ☐ ☐

Describe Approach:

Communication skills are a core competency required for an associate's success, both internally to the organization and externally in serving our customers. Our approach to teaching communication skills is two-fold: 1) We offer specific communication skill-building classes through on-line CBTs (Computer Based Training), and 2) We incorporate components of communications skill training into various other training programs that require competency in communication (for example, Teller training, sales skills, executive coaching, leadership, MBTI, and performance management). Some of our on-line CBT classes include Effective Communication Tools, Conquering Conflict through Communication, and Sales Communication Techniques. The communications training is customized and specific skill areas of communication are stressed as they relate to accomplishing the objectives of the specific program.

NAO: communication skills in NAO. Communicating with supervisor, peers. Another major effort for us is training communication and the skills by mags and peers. Piece about respect in DVD: do we do communications. New hires, Tellers, and on-going basis on certain workshops: leadership, MBTI, mjr efforts in perf management

Customer Service: ☒ ☐ ☐ ☐ ☐

Describe Approach:

Regions Financial places a heavy emphasis on customer service. To support our service culture, all Retail new-hire curricula (spanning several different jobs) includes a strong customer service component. This component incorporates our Regions Service Principles combined with simulations and scenarios tailored to specific job groups. To further support excellent service, Regions has created an Excellence through Quality Service (EQS) process that includes a website, computer-based training, and a Quality Council. These processes and tools are woven through our

training curricula to support one of Regions' core values, "Consistent and ever improving quality service".

As we continued to successfully merge two very large financial organizations (Union Planters and Regions), it became imperative to benchmark customer service for our new company. To do so, we partnered with Market Probe to create a program known as BQSI (Branch Quality Satisfaction Index), a way of effectively measuring our branch service quality, customer satisfaction, and customer loyalty levels. This study measures the customer experience to ensure that they have had satisfactory service and their loyalty remains strong.

To support this service and satisfaction program, training was developed to drive performance to an even higher level. A self-paced training guide was developed for Branch Sales Managers and Area Sales Managers that explains the BQSI program, how to read the reports, and how to interpret the data provided in those reports. Key drivers having the biggest impact on customer satisfaction were identified, and a coaching job aid focusing on those areas was created to assist managers in improving performance in these satisfaction areas.

Plug in major improvement as it relates to EOS. If focus is on training, quality, trng, show me how by trng folks to be quality analysts, processors, consumer lending, training effort focused on quality. 100% of staff went through trng and major enhancements in loan processing.

Diversity:



Describe Approach:

At Regions, we recognize and celebrate the cultural differences in our associates. Our perspective on diversity includes our internal associates and our external customers, and is viewed as a broad opportunity to increase our community relations as well as our market share. As a critical business issue, research suggests that the diversity / performance link ultimately depends upon specific managerial practices and that, given the increasing global context in which organizations must operate, the real question for organizations is whether or not they can do a better job of managing diversity (Human Resources Institute, 2006).

Regions Financial continues to build community relationships and train our recruiters to achieve greater impact by diversifying their external sources for candidates, leverage relationships with existing sources, and gain a deeper understanding of our image in the communities we serve. Internally, we strive to educate the workforce on diversity and develop objectives and metrics associated with tracking diversity in our workforce. Our training programs and career management resources are available to all associates, regardless of gender, age, ethnicity or any other cultural aspect. Furthermore, our competency management process ensures that we are selecting associates based only upon desired competencies, wherever they may fall in the rich cultural spectrum. There are so many opportunities and resources available for our associates that anyone who wishes to advance in their career has the opportunity to do so. In addition, we train our managers in regard to legal issues and the importance and value of diversity in management practices. Moreover, from a legal perspective, all of our HR policies incorporate EEO verbiage, and we utilize metrics that measure and mark progress toward a more diversified workforce.

Employee Orientation:



Describe Approach:

Regions' approach to orientation is aimed at promoting associate engagement while providing an effective onboarding experience. Major emphases include affirming the associate's decision to join the company, assimilating the associate into the company culture, and helping the associate see how he/she can contribute to the overall company strategy. The 2005 program was enhanced to include a

welcome web site, a one-day classroom component, and an onboarding plan for associates to complete with their managers during the first 90 days of employment.

Each process component works together to provide a comprehensive approach from the time an associate is hired to being fully functional on the job. The welcome web site was designed to familiarize new hires with the Regions on-boarding process. Access information to this site is provided by the individual's recruiter once a candidate accepts a job offer. This web site covers general information about the company, its history, available benefits, what to expect on the first day, and an overview of what will be covered during the the new associate orientation class. The classroom experience is focused on helping associates better understand the company culture. Through a new associate video, participants hear from both key leadership and fellow associates about their experience with the company as well as recognition that Regions has received for accomplishments in the financial services industry. The class itself is highly participative and includes a learning map exercise that helps new associates better understand the company vision, values, and strategies. Through this exercise, each associate becomes aware of the role that he/she can play in contributing to company success. While the majority of associates attend this class in person, associates who are in out-lying areas experience a one-on-one version to ensure they get the information and support they need. The associate 90-day onboarding plan has been cleverly designed into a "check register" format that plays off of the fact that these associates work for a financial institution. The register leads associates through a weekly list of activities that need to be completed to have an effective onboarding experience. The leather check register cover represents a "take-away" that associates can later use with their personal checkbooks.

To create a dynamic feedback loop on each associate's transition to their job, a 90-day follow-up survey is conducted to ensure each associate received appropriate guidance and on-the-job support as well as benchmark their satisfaction with the organizational climate.

Our corporate-wide orientation initiative helps support the Human Resources strategy of creating one culture. All new associates receive the same information about the organization regardless of where they are hired. When asked about the orientation program, one associate said, "The program really said 'welcome' and offered a chance to not just see other faces, but to briefly get acquainted with each other as a team coming aboard."

Executive Coaching: ☒ ☐ ☐ ☐ ☐

Describe Approach:

Regions' Human Resources Business Partner model requires that human resources professionals become more strategic and proactive in their role. As a result, a train-the-trainer Executive Coaching Workshop for HR Business Partners was developed in 2002 and since that time, over 70 individuals have been trained to conduct internal executive coaching. All existing HR Business Partners were trained in 2002 and 2003 and the workshop is now an integral part of the HR Business Partner curriculum.

Training individuals to act as internal coaches complements a leadership development strategy that also incorporates the use of external executive coaches. The highly interactive two-day workshop is built upon a case study, and is designed to:

- Give HR Business Partners the knowledge needed to provide internal coaching to mid- to upper-level leaders.
- Help HR Business Partners understand the different types of coaching and the coaching process.
- Practice "real life" scenarios to increase comfort level and effectiveness in coaching.

- Provide executive coaching resources for further development.

In addition to providing individuals with the knowledge needed to coach others, the Executive Coaching workshop also enables participants to carry forward the coaching skills they learned in the classroom. Each participant identifies the executive coaching competencies most critical to their own development and develops an individual coaching plan that they commit to implement over the next several months. Pairing up with another participant/learning partner allows each person to experience the role of both the "coach" and "coachee" back on the job.

In addition to Internal Executive Coaching training, our Leadership Development strategy provides for the selection and services of external executive coaches. External coaching is a feedback and relationship-based approach that compliments classroom and experiential learning.

~~In 2005, all of our group presidents (30) are going thru a development assessment and executive coaching process.~~ Executives are nominated for executive coaching through their experiences in previous executive development efforts, while supervisors are nominated for executive coaching based upon identified developmental and performance issues. We use a heterogeneous combination of coaches including external and internal consultants, based largely upon the characteristics of each situation and/or executive. A typical coaching contract lasts 3 months (though a contract can last for a full year), and includes 360 degree assessments, identification of opportunities for growth, and behavioral contracting.

~~Effort right now to place our 30 top group presidents into executive coaching and development process.~~

First-Line Supervisor Development:

☒ ☐ ☐ ☐ ☐

Describe Approach:

Our first-line supervisor development program includes three core courses for new managers and supervisors. The first is actually a pre-course which sets the stage for the other two. This course is called Exploring Leadership and introduces participants to Management Systems, Policies and Procedures and includes topics ranging from HR to legal to ethics. Participants are required to pass a certification to ensure they meet the required proficiency level. The first classroom course is called Essential Leadership (EL1): Management Foundations. This is an on-boarding leadership orientation class for new managers and supervisors. It introduces new managers and supervisors to the role of managing and leading people and is intended to assist a new manager's transition into their respective leadership role. An assessment is used to help managers understand their unique strengths and developmental opportunities as leaders. All new managers and supervisors are required to complete this course within the first 90 days of employment. Existing managers and supervisors are encouraged to attend and many who have attended recommend it for all managers regardless of tenure. Following the classroom experience, participants develop a plan for their first 90 days with their manager. Leadership trainers are responsible for following up on the plan. The second course is called Everyday Leadership (EL2) and is designed to build on the content areas presented in EL1. This course focuses on practical application on the job. The course emphasizes the importance of leadership, the role of attitude and self-management in leadership, conflict management (including an assessment of the participants' preferred conflict modes/styles), conducting performance management discussions, change and change management, and business ethics. Participants receive extensive opportunities for skill practice during the course.

Job Rotation: (including overseas assignments)

☒ ☐ ☐ ☐ ☐

Describe Approach:

Regions Retail Leadership Development Program (RLDP) began in 2003 and has achieved great success over the last two years. The rigorous program provides a twelve-month, structured on-the-job training experience for young professionals in retail banking. It is designed to fully prepare trainees for a retail management position. The curriculum consists of a series of job rotations within a retail branch including Teller, Financial Sales Representative, and Branch Sales Manager. These rotations utilize a blending learning approach consisting of instructor-led training, computer-based courses, on-the-job training with a trained mentor, and virtual classroom training sessions via WebEx. Trainees gain knowledge of sales, service, branch operations, and leadership.

The class of 2004-05 completed more than 834 hours of computer based (CBT) and classroom training with approximately 358 hours learning the Teller and Teller Supervisor functions, 336 hours Financial Sales Representative and Consumer Lending, and 140 hours in a management rotation. In their final rotation, this group of bright trainees brought in more than \$7,955,000 in deposits and more than \$6,644,000 in funded loans.

In its first year of inception, the program saw 85% of its beginning trainees complete the program through graduation and 83% of those trainees placed in management positions. The second year graduated 23 of the original 31 management trainees and from that group, 8 were promoted to management positions while 3 were promoted into other positions with the company. With enrollment growing strong each year and a continued success rate of graduate promotions, Regions demonstrates its value of providing growth and learning opportunities for performance-oriented associates through the Retail Leadership Development Program.

Job rotation in RLDP: 2 full-time positions set aside for folks to be pulled out of line and into job rotation processes reporting to RLDP CLO. 12-18 month job rotation with Technology depts. We manage those.

Leadership Development:**Describe Approach:**

We have designed and implemented a leadership development process that begins with first-line supervisors and continues to highest level executives. The process is based on research that identifies a manager's emotional intelligence as a prime differentiator in creating the climate needed to achieve outstanding business results. A Regions-specific competency model has been developed related to emotional intelligence and serves as the foundation for all classroom experiences. Classroom experiences are linked (each course builds upon the previous one) and multiple learning techniques are used to address individual learning styles, motivations, and backgrounds. Techniques include experiential and blended learning, self-assessments, 360 assessments, observation, coaching, and personal development planning.

Over the past year, 600 leaders have participated in these programs, a significant investment. Regions is actively working to protect that investment by continuously refining its leadership sustainment process. This ensures associates retain and use what they've learned. Sustainment activities include coaching, follow up 360 feedback, web conferences, ongoing training and action planning. The company links this initiative to formal performance management, talent management and succession planning processes to provide a holistic approach to effective leadership development. Historical results have demonstrated a dramatic shift in the climate created by leaders who have participated in the process vs. those leaders who have not.

The five core programs are:

1) Exploring Leadership (self-paced online course), 2) Essential Leadership, 3) Everyday Leadership. For more details, see the description of our First Line Supervisor program above.

4) Exceptional Leadership Practices for Managers. Managers explore and identify leadership roles using Hay's 4 Circle Model and Emotional Intelligence Framework. This course includes effective communication practices, managerial styles, talent, and competency management.

5) Executive Leadership. Executives focus on enhancing their leadership effectiveness by recognizing their personal influence over four key areas crucial to organizational success: individual motives and competencies, job demands, managerial style, and organizational climate. Managers receive extensive feedback in each of these areas followed by a 1-hour private consultation with course facilitators. During the course, leaders learn to analyze how each of these areas work together to drive the performance of the organization.

Following the classroom experience (approximately 12–15 months later), Executive Leaders have the opportunity to participate in an individual leadership assessment designed to enable leaders to gauge their progress since completing the course. This process utilizes even more in-depth assessment tools and is followed up with a private consultation. Executives share their strengths and developmental needs with their manager and develop a next step action plan.

Mentoring:

☐ ☒ ☐ ☐ ☐

Describe Approach:

At Regions Financial, mentoring is evident throughout our organization. For example, Retail College trainers alone average 20% of their time coaching and mentoring in the field to support new hire trainees. An analysis of a control group of 30 branches which include a representative sample of our metro and community markets revealed the following:

- Net annual over/short for Tellers who had gone through training without a mentor in these branches was \$1,830.99 short.
- Net annual over/short for Tellers who had gone through a mentored training program in these branches was \$590.29 over.
- 25% of the trainees that went through a mentored training program had a net annual over/short of \$0.00. The other 75% had an *average* annual over/short of \$36.89 over per Teller as compared to the annual branch *average* of \$61.03 short per Teller.

When asked for feedback on the mentoring program, one of our Area Sales Managers commented, "When I send a new hire Teller through the training program with a mentor, I know that Teller will be ready to perform at a much more efficient, accurate level than a new hire Teller who has not been mentored. I see the impact of this mentoring process in higher retention rates of new associates because of the confidence in their knowledge and abilities to perform the new job."

Better teamwork, morale, and productivity are also positively impacted by mentored training. We currently have approximately 550 certified Teller mentors, and new mentors are being recruited and trained to support our expanding organizational footprint.

Opportunities to be mentored do not end with the completion of new hire training. All of Regions' associates can be mentored by a member of the Career Advisor Network while they explore and manage their own career path. The Career Advisor Network is group of trained, knowledgeable HR staff who are available to help associates get the most out of their career planning efforts through the use of a comprehensive set of career planning resources. Available tools in the Career Advisor

Network include the Online Career Center, the Career Directions Workshop, an Informational Interviewing process, the RU Learning System, and the Career Resource Advisor Network.

Professional Skills: ☒ ☐ ☐ ☐ ☐

Describe Approach:

Regions' University creates and updates curricula that support the business unit's training needs, including professional skills development. The approach to professional skills development is formulated within the University's colleges. RU Learning (the organization's Learning Management System) houses several e-learning libraries, including Skill Soft and ABA (American Bankers Association), which include professional skills courseware. E-learning libraries are updated yearly at the request of College Learning Officers who stay attuned to the various populations' needs. For example, new courses were added to RU Learning during 2005 for HR professionals, including Recruitment & Selection, EEOC & Affirmative Action, and Human Resource Development. Existing or new instructor-led programs are also implemented to meet professional skills needs. For instance, a new course was developed in-house during 2005 to advance the Internal Consulting Skills of HR Business Partners and was incorporated into the new HR Business Partner curriculum.

Regions' leadership supports national and local memberships in professional organizations to advance professional skills and designations, such as the Society for Human Resource Management (SHRM), the American Society for Training & Development (ASTD), the Center for Financial Training (CFT), the Mortgage Bankers Association (MBA), the American Bankers Association (ABA), as well as various state/national boards for professional certifications and continuing education. Targeted participation by Regions professionals in external development events sponsored by such organizations is also supported by Regions leadership. Professional Certifications Plans are administered through Compensation to provide incentives to associates who complete targeted professional certifications. For example, incentives are awarded to Corporate Security staff who complete one or more of eight approved certifications including CPP (Certified Protection Professional), and to HR associates who complete their PHR certification or SPHR certification.

Ultimately, the College Learning Officers who support professional staff select appropriate professional skills courses for their populations, and include those in targeted curriculums or in-house certification programs. College Learning Officers also strive to incorporate continuing education programs and external certification programs into the overall recommended curricula. Instructor-led or online courses delivered in-house are submitted for CE or CPE credit to sponsoring boards to benefit professional staff working towards designations or certifications.

Remedial Skills Training: ☐ ☒ ☐ ☐ ☐

Describe Approach:

Remedial training is available to all associates for any computer-based training programs they have successfully completed. CBT courses require the learner to complete a Level 2 assessment to ensure content knowledge prior to assigning a "passed" status. When learners need a refresher on some component of the course, they can easily launch the course in "review" mode from their learning history screen. This functionality of the LMS allows the learner to review content without the testing requirement for the course. Remedial training is available on an as-needed basis in a self-service environment.

Additional remedial training is provided to learners who participate in instructor-led virtual classroom training events. After the initial rollout of training using synchronous distance learning as the delivery vehicle, the training sessions are recorded and posted as courses on the Learning Management System for remedial training.

Approximately 70% of all training offered at Regions Financial supports remediation on demand.

Sales Training:



Describe Approach:

Our sales training, Chart The Course (CTC), is composed of sales training classes, short-term coaching interventions, performance coaching contracts with Retail managers, and sales incentives and initiatives from Retail Sales and Service. The program is highly integrated with the sales efforts and initiatives of Regions' Retail Sales and Service department.

Sustainment efforts for our sales training program include a weekly CTC publication that contains program updates and best practices, branch sales contests, weekly updated centralized sales information that includes financial results and sales behaviors, direct sales incentives, and sales recognition for selected sales campaigns. Updates on associates' progress to the coveted Chairman's Club designation are also included (Chairman's Club designation is awarded to high performing Branch Managers and multiple-branch managers for exceeding multiple performance targets). Also, Branch Managers view their updated results on sales behaviors and financial results on a weekly basis. They can also view their performance relative to other branches, and the progress of their geographical divisions. Sales Training Team members view this information prior to conducting classes or conducting Coaching Contracts, and in consultation with local leadership, determine the appropriate sales development learning strategy.

CTC is evaluated through direct Level 1 assessments, the CTC Tracking and Reporting database System (Level 3), and an annual Sales Review (Level 3) in which twenty-five percent of all branches are reviewed on-site by teams of top performing managers and sales trainers to audit compliance for all sales and sales management behaviors. An analysis between those receiving high scores on the Sales Review (actually doing the desired behaviors) and those exceeding sales and financial goals indicates a strong positive correlation (Level 4).

Succession Planning:



(specific to the executive team and separate from leadership development in general)

Describe Approach:

Regions has a formal succession management process (known as "Talent Management" for the top three levels of the organization. This process is aimed at ensuring the continuation of the company's leadership pipeline and takes a comprehensive approach that includes components related to talent identification, talent review, talent tracking/retention planning, and replacement planning for executive and key positions. The talent identification process assesses individual performance contribution, leadership potential, and retention risk. The talent review process provides an opportunity for multi-source feedback on the capabilities of the talent pool while identifying possible next assignments for those groups. The talent tracking/retention planning component enables the movement of top level talent to be tracked from the top of the organization so that individualized retention plans can be developed with the support of HR. Formal replacement planning ensures that back-ups are available for key positions. With the roll-out of the talent management process to the new company, Regions is currently expanding its replacement planning process for top level positions to include a comprehensive assessment/interview process to better explore the fit between individuals in the talent pool and available top-level positions.

Link succession planning to executive development. Part of the succession planning processes is to identify development needs of our execs and develop tracking and planning system to ensure the development activities are completed. The succession planning efforts are aimed at top 3 levels of organization. It occurs annually, execs prepare presentations on their particular areas of company.

Culminates in annual meeting where plans are presented, reviewed and approved. The plans are monitored and reviewed throughout the year. Significant openings occur, decisions in placement are made via review of succession plans.

Technical/IT Skills

Training:

Describe Approach: Don M. as primary; Cindi

Other: Conversion Training

Describe Approach:

Due to a notable merger within the finance industry between two very large financial institutions involving ourselves and another major organization, we needed to convert and integrate all of our legacy retail branches so that the entire retail organization would be aligned under the same operating model. This required Organizational Development & Learning to design, develop, and deliver retail branch conversion training to support the conversion of over 700 legacy retail branches. Over 5,500 retail associates were in need of being trained on new products, new systems, and new processes.

To accomplish this monumental task, we created the Retail Merger Integration Training Strategy, under which we implemented a blended training approach to establish general culture awareness, keep associates engaged, develop new practices/processes, and develop skills for enhanced or converted system use. Our mission was to provide our associates with new, established skills *prior* to product enhancement releases and retail branch conversion dates.

The Retail Merger Integration Training Strategy required weekly learning leading up to the conversion, delivered by a Branch Coach and Training Coach. Conversion training took place 12 weeks prior to conversion dates. The overall conversion-training model entailed a layered training approach, with learning beginning with an emphasis on recall/knowledge, and progressing over 12 weeks to application/mastery as the conversion date approaches.

The specific training curricula were determined by working extensively with line of business executives and subject matter experts, and included professional development, business orientation, and systems use. The curricula was determined by job roles (e.g., Teller, FSR, Branch Manager), and involved 35-45 hours of training (2-8 hours per week). The conversion training curricula is not classroom-weighted, as there is a healthy mix of self-study and coach-led learning activities. Our Retail College Conversion Coaches were each assigned to 7-10 branches, and each branch also had a Branch Conversion Lead, who lead/supervised the self-directed learning activities in the branch. We also leveraged technology to deliver, track, and measure training.

The success of the merger hinged upon the success of this innovative training. There was no practical way to convert 700 branches and 5,500 associates to the new organizational model without suffering drastic performance reductions in sales, customer service, turnover, and associate engagement.

Number of total hours of training from ASTD:

Other: Mortgage

Describe Approach:

Regions Mortgage College provides a blended learning approach for our Mortgage Loan Originators (MLOs), encompassing system onboarding, policies, procedures, and Regions Mortgage proprietary products. There are three distinct aspects of the curricula:

The first requirement for new hires during their first week on the job is to read material describing the various aspects of their job responsibilities and 88 Regions-specific mortgage loan products. Once the material has been reviewed, the new hire completes 16 open book assessments on Regions' Learning Management System. Each new hire must also complete four system simulations. These simulations cover system access and navigation, loan registration, and loan application data entry requirements.

After completion of all assessments and simulations, new hire MLOs attend a 3-½ day instructor-led course. At the outset of the course, new hires are required to complete a closed book, comprehensive assessment to gauge their retention of the prework material. The course then focuses on hands-on system training for two days. A certification is required; the Learning Coach must observe each participant complete his or her required job functions with a 90% degree of accuracy. Lack of certification requires additional on the job training and a manager review of applications.

The final 1½ day of the class focuses on the policies, procedures, and products introduced in the pre-work. New hires are grouped together and provided with actual case files; they must assess the borrower's needs, establish which programs the borrower qualifies for and price each loan scenario. Each group presents their findings to the class participants, who in turn validate the recommendations. Each class participant is then assigned an individual case study in which he/she completes the same process described above. Class participants complete a peer review of each presenter, challenging their recommendations, pricing, and assumptions.

At the end of the class, each participant must complete a 100-question closed book assessment covering the pre-work as well as classroom topics. Each participant must achieve a minimum score of 75% to continue employment with Regions Mortgage. Should a participant fail to reach that standard, they are given two additional chances to re-take the assessment in a proctored environment.

Class results, including peer and learning coach comments, are provided to the hiring manager within 48 hours of class completion. Senior management receives a monthly comprehensive report. New hires are also tracked for tenure and productivity during their first year of employment.

Other: Behavioral Interviewing ☒ ☐ ☐ ☐ ☐

Describe Approach:

Behavioral-based interviewing is an integral part of Regions' Selection and Assessment strategy. The Assessment team has implemented a well-researched and rigorous interviewing methodology that is legally defensible and effective at identifying candidates who are likely to be successful in their jobs. The interview is based on job-specific, validated competency models that identify the critical knowledge, skills, abilities and personal characteristics that are essential to be successful in the job.

Our Assessment team is responsible for creating tailored, behavior-based interview guides to be used in the selection interview as well as to ensure that all hiring managers and interviewers are trained in the use of the guides and skilled in conducting effective interviews.

The goal of the behavioral-based training program is to address the fundamental hiring practices at Regions and to assist hiring managers in maximizing the potential from the job candidate interview process in order to select candidates with high probability of success in the job and to increase employee retention. The target group for the behavior based interview training is all managers as well as other job incumbents who are likely to participate in the interview process. The training is an all day program that uses a combination of instructor-led training, video clips with interactive

exercises, and several skill-building exercises that provide course participants with an opportunity for hands-on learning.

As part of the training, the participants learn of the potential errors that can happen with using an unstructured interview process. They are also exposed to the costs of bad hiring decisions (i.e., undesired turnover). The training highlights research findings that demonstrate the effectiveness of using a behavior-based interview approach.

The training includes creating awareness around legal implications in hiring practices, with attention paid to major employment laws and with learning targeted toward conducting a sound, legal interview.

A considerable part of the training program is also devoted to building skills in conducting effective interviews. The interview skills covered range from how to build rapport with candidates to asking effective, probing questions and evaluating for job fit. The final section of the training program covers evaluation of the information collected in the interview to help the interviewers arrive at a hiring decision.

RETURN ON INVESTMENT

Describe your best return on investment outcome. For example, a company in the 2003 Training Top 100 gained \$250,000 in additional revenue from a \$30,000 investment in executive coaching. Please remember that ROI does not include savings associated with course conversion or T&E costs avoided. (Word count limit: 500)

Sales Training. Our sales training, Chart The Course (CTC), is composed of sales training classes, short-term coaching interventions, performance coaching contracts with Retail managers, and sales incentives and initiatives from Retail Sales and Service. The program is highly integrated with the sales efforts and initiatives of Regions' Retail Sales and Service department.

Sustainment efforts for our sales training program include a weekly CTC publication that contains program updates and best practices, branch sales contests, weekly updated centralized sales information that includes financial results and sales behaviors, direct sales incentives, and sales recognition for selected sales campaigns. Updates on associates' progress to the coveted Chairman's Club designation are also included (Chairman's Club designation is awarded to high performing Branch Managers and multiple-branch managers for exceeding multiple performance targets). Also, Branch Managers view their updated results on sales behaviors and financial results on a weekly basis. They can also view their performance relative to other branches, and the progress of their geographical divisions. Sales Training Team members view this information prior to conducting classes or conducting Coaching Contracts, and in consultation with local leadership, determine the appropriate sales development learning strategy.

CTC has contributed to an increase in most of the profitable customer households ("Mainsails"), and to an increase in the profitability of each. The number Mainsails has increased by 2.9% and the services (products) per Mainsail has increased 6.96%. Applying a conservative 5% value estimate, the increase in profitability would exceed \$1.9 million.

CTC is evaluated through direct Level 1 assessments, the CTC Tracking and Reporting database System (Level 3), and an annual Sales Review (Level 3) in which twenty-five percent of all branches are reviewed on-site by teams of top performing managers and sales trainers to audit compliance for all sales and sales management behaviors. An analysis between those receiving high scores on the Sales Review (actually doing the desired behaviors) and those exceeding sales and financial goals indicates a strong positive correlation (Level 4). As coaching and sales leadership skills are gained through CTC, it was expected that membership in the top-performing Chairman's Club would increase. In fact, the number of managers attaining this designation doubled each year for four consecutive years since the beginning of the new CTC curriculum, sales training, and performance sales coaching. In 2004, the number of branches attaining Chairman's Club increased by 79%. A Chairman's Club branch exhibits a ten-to-one profitability compared to other branches.

Sales Performance Coaching contracts between members of the Sales Training Team and local managers have also proven profitable. Sixty-eight percent of coaching contracts have resulted in branches attaining Chairman's Club designation within two years. The average cost of a contract is \$1,550, and the profitability increase is demonstrated by Chairman's Club members experiencing a 12.7% growth in deposits compared to a 0.9% growth for others. Further, Fee Income increase for Chairman's Club branches was 7.37% compared to a -4.7% decline for others. Meanwhile, average Loan Growth of a Chairman's Club branch was 37.7%, while others were at a -.2% decline.

The direction and focus to change behaviors and deliver results through the overall CTC program is clearly demonstrating financial results.

BEST PRACTICE AWARDS

As part of the Training Top 100 Award Program, a number of special BEST PRACTICE AWARDS will be presented. Please nominate up to three formal training program(s), from the list of programs in question 2.2 above, that you would like to submit for consideration of this distinction.

You may nominate up to three formal programs for this award. Please limit your additional descriptions and details to 350 words per program being nominated.

The list of formal programs includes:

Career Counseling; Certification; Communications Skills; Customer Service; Diversity; Employee Orientation; Executive Coaching; First-Line Supervisor Development; Job Rotation; Leadership Development; Mentoring; Professional Skills; Remedial Skills Training; Sales Training; Succession Planning and Technical/IT Skills Training.

Best Practice Award Submission One: (350 word limit)

Leadership. Building a leadership culture is key to our ability to meet market expectations. A company's cultural traits can impact individual performance more than 30% (Corporate Leadership Council 2002). Obtaining maximum individual performance is driven extensively by each individual's desire to give her or his best discretionary effort (i.e., employee engagement). According to a 2003 Towers Perrin survey, the number one driver of employee engagement is the degree to which employees believe that senior management has a sincere interest in their well-being. This requires a management team consisting of emotionally engaged, emotionally intelligent leaders prepared to meet the leadership needs of their work unit. Leadership Development at Regions is designed to develop emotionally intelligent leaders by helping them first understand and manage themselves so that they will be maximally effective in understanding and leading others.

To develop an accurate understanding of self, leaders need feedback and each of the Regions leadership programs is rich in feedback. Feedback tools include: Climate (6 dimensions as defined by HayGroup), 360 Leadership Competency feedback, 360 Managerial Style feedback, Individual Motive Profiles, Learning Styles, Conflict Styles, Job Fit (self assessment), Personal Styles and private consultations. The depth of the assessments is richer and the insights gained are deeper with each progressive leadership experience. Other leadership courses meet targeted needs and include: managing change, managing performance, leading stressed associates, etc. Our strategy provides for the selection and services of External Executive Coaches. Coaching is feedback and relationship-based; it compliments classroom and experiential learning.

In addition to general leadership development, Regions recognizes the need for line of business specific applications of leadership principles. At the start of each new year, "Leadership in Financial Services" -- a 2 day program delivered in the local markets -- is used to build "clarity" with regard to the year's business strategy. Approximately 80 sessions are conducted each year by the sales training team, senior leadership trainers, the retail training staff, and the retail sales organization. The process includes an overview of specific annual goals, the annual marketing focus, and a full day devoted to building skills needed to execute the business strategy.

Best Practice Award Submission Two: (350 word limit)

New Associate Orientation. What were we facing? What was the issue? Two companies coming together, needed to define for new hires what this org was about, need to create identity, need to discuss culture for new org, need to ensure folks that the new org is viable enterprise. To do that, we totally reenergized NAO.

How many components do this class have? Five, six, passwords, IDs, checkbook, survey, etc. Major change management process!

Regions recognizes that effective orientation must extend beyond a classroom experience to be truly comprehensive. To support this need, Regions put together a 90-day on-boarding plan that covers everything from remembering to enroll in a benefits plan to making sure the associate understands individual goals and objectives. This plan has been cleverly designed into a "check register" format that plays off of the fact that these associates work for a financial institution. Check items in the 1000 range are expected to be completed during the first week; items in the 2000 range are expected to be completed in the second week, items in the 3000 range are to be completed during the third week, and so forth. Each week, associates are encouraged to "balance their checkbook" with their manager to ensure that they have completed necessary activities and have the information they need to be successful in their jobs. Associates receive these "check register" plans inside of a leather checkbook cover that is embossed with the Regions logo. This cover represents a "take-away" that associates can later use with their personal checkbooks. These "checkbooks" have been so well received by the field that numerous requests for something similar for existing associates have been made.

To create a dynamic feedback loop on each associate's transition to their job, a 30-day follow-up survey is conducted to ensure each associate received appropriate guidance and on-the-job support as well as benchmark their satisfaction with the organizational climate.

Our corporate-wide orientation initiative helps support the Human Resources strategy of creating one culture. All new associates receive the same information about the organization regardless of where they are hired. HR associates throughout the organization have been certified to deliver the orientation program.

When asked about the orientation program, one associate said, "The program really said 'welcome' and offered a chance to not just see other faces, but to get acquainted with each other as a team coming aboard."

Number of trainers we've trained to delivery this: Number of classes YTD (from Cindi); number of particips YTD. We've added a fulltime coordinator for NAO (Beverly Boggins).

Best Practice Award Submission Three: (350 word limit)**Learning Maps: Building for the Future****What is the business case for this? Add lrrng map component to above list:**

The 2005 re-orientation of existing associates into the newly merged company involved a series of 4 learning map sessions known as the "Building for the Future" campaign that proved to be a tremendous success. During these sessions, associates learned about emerging issues in the financial services industry, Regions' plans for responding to these issues, and opportunities for individual involvement in making the merger a success. Evaluation of this process revealed that most associates found the process to be a fun and effective way to connect to organizational strategies. Some 89% of survey respondents believed that the process helped them better understand organization's business plans, and 88% believed the process helped them identify ways that they can contribute to the organization's success. Ninety-three percent said that they appreciated having the opportunity to learn about the organization's strategic plans. Most comments on the process were extremely positive and can be summed up in this reponse from one survey respondent: "It was nice to get some direciton from our newly merged company, Regions Bank, as to its plans and direction within the financial institution world. The maps helped to give us an idea of where we fit, and how each of our roles within the organization can make us all successful."

Regions was able to take the map that dealt with the overall direction of the company and adapt it to support the on-boarding of new associates. Regions has plans to use the map format in the future as a key change management tool for taking complex information and making it understandable to a broad range of audience groups. A new map is currently being developed to explain the direction the company will take in 2006.

OUTSTANDING TRAINING INITIATIVE AWARD

In addition to the Best Practice Awards described above, several winners will also receive an OUTSTANDING TRAINING INITIATIVE AWARD will be presented.

To nominate an outstanding initiative for consideration for this award, please describe an outstanding training and development initiative (EXCLUDING the formal programs nominated above for Best Practice Award consideration) that your organization has undertaken in the past 12 months that could serve as a benchmark for other companies.

Outstanding Training Initiative Award Nomination: (Word count limit: 500)

Conversion Training. Organizations sometimes struggle with capturing training investment and the impact on the business and employees. In the context of a merger, the connection can often be made more directly. Employees are confused and uncertain about the change and the new skills required. Customers are impacted and turnover rates for both customers and employees increase. According to industry research data, up to 30% of all mergers substantially erode business performance and shareholder value.

But not at Regions: during the Regions and Union Planters merger in 2005, our business performance stability and Associate satisfaction outperformed analysts' and leadership expectations. This strong track record, over the course of three merger 'events', is due in large part to the learning strategy undertaken. An independent audit taken by KPMG found that performance (as a result of training) and degree of confidence and satisfaction with the training, was strong and improved consistently across all three events.

The new company would now have 5 million customers through approximately 1,400 branch locations. Serving this larger customer base effectively, while preserving the business case at the heart of the merger, concentrated the focus on enabling the newly merged workforce, approximately 5,500 retail associates and 1,200 commercial associates, to perform at the highest levels. In short, the challenge was how to do more with less when, the reality was, the company really wasn't that much "less". Given the business goals of the Regions-Union Planters merger—which depended upon reducing time to proficiency for the workforce while holding down costs— we knew from the beginning that e-learning would play a critical role. Even if there had been time to administer instructor-led learning, the costs of delivery would have undermined a great deal of the business case of the merger itself. About 22,000 hours of development time were needed to create the e-learning solutions—over 150 different learning solutions, almost all of which were custom developed.

The learning strategy provided for a blended delivery approach of online learning and expert led sessions. This required a training capability for business partnership, training development, and delivery. Curricula development cycles in our case were much shorter and measured in weeks and days rather than months; partnering with the business for content approval was measured in days and hours rather than weeks. Coordination across learning, business and technology groups was key as learning solutions were approved, loaded and tested for delivery on the Learning Management System (LMS), and as the stability and consistency of the technology environment was tested. In delivery, the need for rapid learning take-up was higher, as each week compounded the various learning needs before the merger conversion date.

Associates advanced through a curriculum of cultural values, product knowledge, system applications and specialized procedures. This led learners right up to the week before conversion when we could get into specific mastery assignments for especially critical roles. Also important to

the learning experience: the deployed learning coaches. This approach has been especially well-received by the workforce, and has helped maintain the cost structure and effectiveness of the online learning experience, while getting the kind of reinforcement that comes from direct and personal interaction with experts. Coaches emphasize important lessons and offer remediation where necessary. Overall, this approach 'advanced the bar' for how learning, and in particular, e-Learning, was applied. e-Learning established baseline skills, allowing for field coaches to engage in much more influential dialogue with learners to advance skill sets even further. Given the high degree of business commitment and sponsorship, coach support and learner motivation, we consistently had above 80% completion rates for conversion training overall.

2.3 HOURS OF TRAINING: For each of the following "types of employees," how many PER-PERSON HOURS of formal, planned training (excluding orientation) does your organization provide employees ANNUALLY?

☐ NFP

**Annual
per-person
Hours**

Production/Line Employees	N =
Supervisory Employees	N = 975 (Operations)
Administration/Support Staff	N =
Professional Employees	N = 2,300 (Sr Professional, Professional)
Sales/Account Management FSRs, etc.)	N = 15,000 (Sales, Sr Clerical, Clerical – Tellers,
Technical/IT Staff	N = 570 (Technicians)
Management Employees	N = 3,200 (Supervisory/Line Mngmnt; Management)
Senior Management	N = 200

21,500 hrs provided. 750,000 received

11. Percentage of learning content (provided) devoted to the following areas:	2004	2005 Projected
(a) Executive development	4%	4%
(b) Managerial and supervisory	13%	10%
(c) Sales	16%	18%
(d) Customer service	10%	10%
(e) Mandatory and compliance (e.g., safety, security)	8%	6%
(f) Processes, procedures, business practices, and quality	9%	8%
(g) Information technology and systems (e.g., enterprise and desktop software)	5%	4%
(h) Interpersonal skills (e.g., communication, team work)	10%	10%
(i) New employee orientation	3%	3%
(j) Basic skills	15%	20%
(k) Profession-specific or industry-specific (e.g., engineering, accounting, legal, medical)	2%	2%
(l) Product Knowledge	5%	5%
(m) Other (please specify):	0%	0%

2.4 What is the TOTAL number of each classification of TRAINING PROFESSIONALS in your organization?

Full-time Trainers:	140	<input type="checkbox"/> NFP
Part-time Trainers:	0	<input type="checkbox"/> NFP
Subject Matter Experts:	See Mike P.	<input type="checkbox"/> NFP

2.5 TRAINING BUDGET: What is your company's TOTAL training budget for 2005 or your current fiscal year? (Please provide your answer in the form of a WHOLE NUMBER in US Dollars - do not use words, ranges or abbreviations. Be sure to include training staff salaries, outside expenditures, materials, services, etc.)

Total Training Budget \$: 21.5M ☐ NFP

2.6 When your organization calculates total payroll, please identify all components used.

- ☒ Salaries
☒ Bonuses
☒ Stock options
☐ Profit sharing
☒ Benefits
☒ Other (please specify), Please Specify: shift pay, overtime, incentive pay

2.7 How much does the total training budget provided above represent as a percentage of payroll for 2005?

% of total payroll: 1.92% in 2004; 1.57% in 2003 ☐ NFP

2.8 Does your organization have a tuition reimbursement/payment program available to employees? (If you select NO, please skip to question 2.14.)

☒ Yes ☐ No

2.9 What percentage of eligible employees MADE USE of tuition reimbursement in 2004 or your most recently completed fiscal year?

6.3 % ☐ NFP

2.10 What is the maximum tuition reimbursement/payment your company has established for each employee in 2005? (If your organization does not provide a maximum amount, please respond as "no maximum")

\$: 5,000 ☐ NFP

2.11 Using the scale below, please indicate how often each situation applies to your organization's tuition reimbursement/prepayment program.

	Always	Often	Seldom	Never	Not Applicable
a. Program must be related to job of employee <input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Program must be degree-seeking in nature <input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

c. Tuition is reimbursed on a sliding scale depending upon grade achieved

☐ ☐ ☐ ☒ ☐

d. Tuition is reimbursed after course work is completed

☒ ☐ ☐ ☐ ☐

e. Tuition is prepaid by the organization

☐ ☐ ☐ ☒ ☐

f. Tuition reimbursement/payment includes materials and books

☒ ☐ ☐ ☐ ☐

g. Employee must complete a certain term of employment before participating in the program

☒ ☐ ☐ ☐ ☐

h. Employee must stay with the organization for a certain length of time after finishing courses or he/she may have to pay back all or part of the tuition reimbursement

☒ ☐ ☐ ☐ ☐

2.12 Company-wide, how much did you spend on your tuition reimbursement/payment program in 2004 or your most recent fiscal year? Please provide your answer in the form of a WHOLE NUMBER - do not use words, ranges or abbreviations.

\$1,500,000 ☐ NFP

2.13 Please provide additional comments if desired about your organization's tuition reimbursement / prepayment program: (Word count limit: 200))

Regions Financial reimburses associates for courses that further their education in the practice and theory of banking and/or a field directly related to their current job. Associates must have a performance rating of Acceptable or better, both at the time they begin the course and the time they request tuition reimbursement. Associates must also receive an overall grade of "C" or better in the course to be eligible for tuition reimbursement.

2.14 Does your organization have a corporate university?
(If you select NO, please skip to question 3.1.)

☒ Yes ☐ No

2.15 Would you describe your organization's corporate university as: (select all that apply)

☐ Traditional single-site facility

☒ Shared facility Regional facilities

☒ Virtual Corporate University

☐ Shared facility

☒ Other (please describe): Please Describe Learning Labs (30) strategically located thru 15-state footprint

2.16 To better describe your Corporate University (CU), please provide some additional information as requested below:

What is the name of your corporate university? Regions University

Is it promoted or marketed to employees under that name? ☒ Yes ☐ No

How many years has your Corporate University been in existence? 4

On average, how many users does your CU serve annually? 25,000 (all associates)

How many course offerings are provided through your CU annually? 1,500

How many classroom-based sessions are conducted annually? 4,300

How many online or Web-based sessions are provided annually? 340

What is the technological infrastructure of your corporate university?

For example, do you use an LMS, an LCMS, or other information systems? (Word count limit: 200)

Vendor ASP (Associated Service Provider) model (We have them host the application) with internal content servers. The application is named RU Learning.

All of Regions' training delivery methods are supported by "RU Learning," the organization's Learning Management System (LMS). RU Learning is a web-based application available from the organization's intranet as well as the Internet. When associates log on, they can visit the virtual University College that supports their job, and search the course catalog for computer-based training and classroom learning events that match their competency development needs. While providing the basics of training management, this system also houses the job-specific competency models. Associates can access information on needed competencies, can identify gaps in their current abilities, and can find learning and development activities. In addition, RU Learning resources support the company's Talent Management strategy by providing manager and learner reporting, development planning tools, competency assessments, and career exploration services. RU Learning's University Web Site provides every associate access to critical, job specific training support material, contact information and training rollout plans for their respective college. With 1,500 course offerings in seven different colleges (Retail, Commercial, Mortgage,

Operations, Corporate Support, Trust, and Technology), associates can register for training classes, review training records, explore career options, launch computer-based training courses (including compliance training), and develop skills for promotions.

PART THREE: ABOUT YOUR TRAINING PROGRAMS

3.1 EVALUATION: Describe the processes and mechanisms you use to evaluate the effectiveness of training in your organization by indicating which of the following measurements you use. (Select all that apply and, briefly describe your approach. (Word count limit: 300 per description.)

☐ No Formal Evaluation Used

☐ Return on Value

Describe:

☐ Return on Investment

Describe:

☐ Balanced Scorecard Approach

Describe:

☐ SIX SIGMA

Describe:

☒ Kirkpatrick's Level 1 (Reaction)

Describe:

For Kirkpatrick's Level 1 evaluation, our Organizational Development & Learning team utilizes reaction-to-training assessments for 100% of our training events. Our Level 1 assessments include items related to content of the course, effectiveness of the trainer(s), method(s) of training delivery, materials used in training, training environment, and to what extent trainees expect their future job performance to be influenced by the training.

For example,

Coping with Stress?

Behavioral Interviewing?

☒ Kirkpatrick's Level 2 (Learning)

Describe:

For Kirkpatrick's Level 2 evaluation, our Organizational Development & Learning team utilizes learning assessment for 60% of our training events. Our Level 2 assessments include items related to the acquisition of knowledge, skills, or behavior resulting from training immediately post training and at a later point in time.

For example,

NAO?

Retail Knowledge Product Assessment?

☒ Kirkpatrick's Level 3 (Transfer)

Describe:

For Kirkpatrick's Level 3 evaluation, our Organizational Development & Learning team utilizes transfer of training assessments for 30% of our training events. Our Level 3 assessments include items related to supervisor's ratings, self-reported behaviors, and observations.

For example,

Chart the Course and the coaches?

☒ Kirkpatrick's Level 4 (Business Results)

Describe:

For Kirkpatrick's Level 4 evaluation, our Organizational Development & Learning team utilizes results assessments for 20% of our training events. Our Level 4 assessments include items related to the assessment of organizational outcome objectives and achievement of business results such as cost reduction, turnover, absenteeism, grievances, accidents, profits, productivity, and customer satisfaction.

For example,

BQSI?

☒ Other: Please specify and describe:

Describe:

We also utilize Phillips' (ROI) evaluation for 10% of our training events.

For example,

Conversion training?

Moreover, we evaluate the effectiveness of training via measures of culture and climate through onboarding surveys, associate climate surveys, and exit interviews. In addition, our organization has a Quality Counsel that has been in operation for more than 10 years.

3.2 BUSINESS METRICS: Which of the following business metrics does your organization track and use to evaluate or demonstrate the effects of training? Please provide examples of how these metrics have been improved through training. (Word count limit: 300 per metric)

Retention/Turnover

☒ Yes ☐ No ☐ N/A

Example:

Facilitating the growth and development of our associates is part of Regions' strategy to retain a highly effective workforce capable of providing quality service to both internal and external customers. To this end, we offer a variety of training that our associates use to prepare for the next stage of their careers making it more likely they will choose to continue employment with Regions. We use a two pronged approach in order to facilitate this development. First, we have begun offering an eight hour instructor led Career Directions Workshop that is open to all associates. Participants learn basic career planning concepts, self-assessment techniques, information on the world of Regions, and techniques for finding their best fit within the company. By the end of the class associates are ready to become active participants in partnering with their manager in driving their growth and development. In addition to the Career Directions Workshops, associates have access to over 200 developmental courses through our corporate college system, RU Learning. Associates can use web based tools to identify knowledge and skill gaps either at their current level or in their desired career direction that can then be addressed through developmental training. We have found that associates who are actively working on increasing knowledge and skills are 1.5 times more likely to remain with Regions than those who do not. Our initial analysis is encouraging and has initiated further research focusing on affective reaction to training and its relationship to job satisfaction and turnover.

Associate Turnover. We achieved efficiency in the past 12 months with regards to associate turnover by focusing efforts on two areas: 1) New Associate Orientation, and 2) Retail Branch Teller Retention.

Our New Associate Orientation (NAO) program received an overhaul in 2004, and was rededicated to achieving its most important objective: confirming the new hire's decision to join our organization. We de-emphasized the paperwork drill and instead focused on enrolling the hearts and minds of our new associates.

In the new NAO program, we 1) focus on setting the expectations of our associates, 2) encourage new associates to continue networking with the other new associates, 3) provide them with the tools they need to perform at their best, and 4) provide them with tips about the best way to interact with their manager and other associates.

By implementing NAO properly, we expect to see a decrease of associate turnover for those associates who have less than 90 days of service with our organization. Research has shown that the on-boarding process is a key component to associate commitment (Corporate Leadership Council, 2004).

We have also achieved efficiency with regards to associate turnover by designing, developing, and delivering a comprehensive retention strategy for our retail branch Tellers. Historically, retail branch Teller turnover has been an issue in our organization, and our ultimate goal was to reduce Teller turnover by engaging, recognizing, and rewarding associates for the great work they do in our branches (details of the program are not provided here due to its proprietary nature, as well as space limitations).

During February of 2004, our Teller turnover was at 2.42%. During February of 2005, Teller turnover was at 2.20%. While this does not indicate a statistically significant

decrease and may simply represent a stable turnover rate, it is important to note that all other turnover within Retail increased during the same 1-year time period (historically, Teller turnover should have increased along with all other turnover within Retail).

New Employee Referrals

☒ Yes ☐ No ☐ N/A

Example:

The employee referral program rewards associates who refer individuals (and who must be subsequently hired and remain with the organization for 90 days) with a gift of \$500. This program was enhanced in March of 2005 by focusing on the utilization of a centralized referral e-mailbox. In order to complete a referral, associates log into E-recruit (the Regions position management system, which automatically conducts a job search and records the requisition number of the position to which the associate is referring an individual). He/she then navigates to the virtual associate referral mailbox and enters the requested information to complete the referral. The training in relation to the referral program included communicating the program through The Source (Regions' associate newsletter), postings on Regions1 Source (Regions' associate data portal), and poster distributions to every manager highlighting the referral program. We will continue to promote the centralized referral function and ease of the referral program and provide market boosts/refreshers where needed.

The success of this program has been monitored for the past six months. The primary measure is the number of referrals generated versus the number of individuals actually hired as a result of these referrals. Currently, out of the individuals referred, 30% of the group is being hired by Regions, a number that has been *doubled* since we implemented training on this topic. We've also measured the number of individuals who were hired by referrals compared to the number of individuals hired without referrals. We are currently tracking at a 12% hire rate from referrals.

Internal Promotions

☒ Yes ☐ No ☐ N/A

Example:

Regions began the Qualified Service Representative (QSR) voluntary Teller certification program 5 years ago. The program was created to improve Teller performance and decrease turnover. This 18-month program is self-directed with a list of requirements provided to the participants. By assigning Tellers this responsibility, we create a sense of ownership for the Tellers, and instill the ability for them to manage their own career development.

The requirements of the program include a technical training component and a selection of professional development courses, such as Quality Customer Service and Product Knowledge. Additional courses that address banking basics, such as the History and Principles of Banking, Federal Regulations, and operations courses.

Internal research indicates an average of 42% of Tellers that are promoted to a higher position have completed the QSR program; with some districts as high as 75%. All of the Retail executives that we interviewed stated that the QSR program plays a very important role in advancement. This is a testament of the program's success and value to the Management of Retail Banking.

Currently, 1/3 of Regions' markets participate in the QSR program. Those areas that have implemented and embraced this program have had a significant drop in turnover, as well as shortages to the Bank. Administrators tell us that the associates in the QSR program are better prepared to effectively handle their job responsibilities. Not only do they understand more about the banking industry, they also have a clearer understanding of the role they play in the overall business plan of the company.

Quality☒ Yes ☐ No ☐ N/A**Example:**

Excellence through Quality Service (EQS) is Regions' quality improvement program. All conversion projects were chartered according to EQS principles. Conversion leaders utilized tools and practices learned during EQS Training to accomplish conversion project goals. A College Learning Officer (CLO) was assigned to the Quality Director and Regions Quality Council to ensure the integration of EQS concepts and methodologies within OD&L strategies during this conversion year. As a result, EQS was integrated into the Learning Maps initiative and the New Associate Orientation initiative to promote Regions' focus on quality during this conversion year. In addition, OD&L Leadership Trainers attended an EQS Train-the-Trainer session to ensure the integration of quality management concepts and practices in the Leadership Training Series.

Quality standards are established by the Regions Quality Council for Corporate Support and Operations divisions. Quality measures are tracked and reported monthly. HR metrics and customer feedback contributed to the formation of a new HR Quality Council. The HR Quality Council was chartered as an EQS functional team and modeled after the Regions Quality Council. All HR Quality Council members attended EQS Project Management Training to ensure team success. In addition, various EQS training courses were incorporated into new HR curriculums to build quality focus within the HR organization. Operations divisions such as Lending Services Center, Collections & Recovery, and Technology also utilize quality councils/teams and training to maintain focus on quality standards and continuous improvement.

OD&L's Instructional Design & Learning team was recognized by the Regions Quality Council as a 2005 EQS Award recipient based on quality results: 62.5% of conversion development hours were completed by in-house designers, standardization of development processes and use of on-line learning realized significant savings, and 90% of associates who completed conversion training showed a satisfactory acceptance level of training materials.

Some examples of the types of quality measures utilized in the EQS program include our Associate Survey results, turnover rates, participation in improvements, money saved through associate suggestions, market share, customer retention rates, number of products per customer, customer satisfaction, cycle time, cost savings, and error rates. These EQS metrics are applied to programs such as Mystery Shopping, Financial Trust Training, Producing Quality Loans, Commercial Products Training, and Building Bank Quality Teams.

The impact of our EQS program can be found in cost reduction factors such as labor, inventory, cash flow, yield, capital expenditures, process simplification, and automation. Impacts can also be found in revenue enhancement factors such as sales volume, unit price, margin, and customer satisfaction.

Production/Output☒ Yes ☐ No ☐ N/A**Example:**

The Instructional Design team within OD&L faced a huge challenge – to provide development for conversion and integration training during the merger of Regions and Union Planters Bank.

The challenge was met by pulling together a cross-functional team that included Integration Team Leaders, Management Consultants, Project Management Office representatives, Line of Business owners, Subject Matter Experts, and College Learning Officers. This combined team worked together to capture and fulfill learning requirements for both Regions and Union Planters associates. A periodic formal review process was implemented to ensure customer quality standards and delivery deadlines were met. Weekly reports were submitted that showed percentages of completion within each step of the design phase – from analysis to evaluation. The gaps that were identified as

part of the analysis phase required approximately 20,000 hours of development time that encompassed more than 150 formal courses for 128 learning hours and approximately 200 on the job training courses.

In-house designers completed 12,500 development hours, constituting 62.5 percent of the required 20,000 development hours. Development processes within the Instructional Design group were standardized and savings of approximately \$1,500,000 were realized by not outsourcing all development. Key instructional designers managed 7,500 hours of development by external resources.

The quality of the finalized learning products was measured by Level One, Level Two, and Level Three assessments. Level One assessments were used to determine learner satisfaction with ratings greater than four on a five-point scale. Surveys conducted by outside management groups showed satisfactory acceptance of the training materials by 90% of associates surveyed. Level Two assessments were used to ensure learning and on-site learning coaches observed learner behavior in order to rate Level Three skills – the ability to perform the new tasks on the job.

Approximately 65% of the conversion and integration training was completed on the job either as print-based self study or as e-Learning. The organization was able to save an estimated \$7,140,000 in travel costs and work time because associates were able to remain on the job.

**Customer Service/
Customer Satisfaction**

☒ Yes ☐ No ☐ N/A

Example:

Alignment with the business strategy of the Regions Call Centers is vital to the success of the Call Center training program. This partnership demands the link of sales to service in all OD&L training initiatives. Therefore, Customer Service is the common thread woven throughout the Call Center training events.

Whether it's basic telephone skills, determining the caller's need by active listening, or providing proactive customer service through sales, each task performed by the telephone banker requires outstanding customer service skills. Being a community-focused bank, having the best and most capable workforce, and delivering the products and services that delight our customers are all part of Regions core value of "Doing the Right Thing".

Additionally, we know from research that our customers want responsive service and innovative, need-based financial solutions. Because true responsive service as a core value requires sustaining a continual service climate, multiple metrics on our balanced scorecard attest to OD&L's contribution toward this achievement. Because OD&L's Customer Service Training focuses on meeting the customer's need in a timely and efficient manner, two of the key measurements are the Call Abandonment Rate and the Percent of Customer Calls transferred from the telephone bankers back to the branch bankers. The Call Center telephone bankers routinely maintain an average Call Abandonment rate of less than 1%, well below their 5% benchmark target. In addition, with a goal of less than 15% of customer calls transferred back to the branches, after completing Customer Service training our telephone bankers average less than 6%.

Customer Loyalty

☒ Yes ☐ No ☐ N/A

Example:

Regions believes that customer loyalty depends on relationships. Therefore, in an effort to increase customer loyalty we conducted various training programs focusing on customer relationships throughout 2004. At the beginning of the year, managers attended leadership training focused on

coaching the profiling skills of their sales associates. Associates attended Open/Close Workshops which reinforced profiling skills and Regions' Right Way Principles -- 10 ways to treat customers including standing while greeting the customer, smiling, and taking ownership of the issue. The workshops were named for one measure of customer loyalty -- the Open/Close ratio (the number of new checking accounts compared to the number of closed accounts). At year-end 2004, the company's Open/Close ratio was 0.97. By August 2005 (YTD) that figure had increased 28% to 1.24.

Another form of relationship training was Service Recovery Training which is based on Regions' belief that customer complaints should be handled using a structured process instead of being left to a haphazard reaction. The training focuses on a five-step process to turn dissatisfied customers into not only satisfied, but *loyal* customers. In one banking group where the training was implemented, the Open/Close ratio jumped from 0.84 to 1.11, a 32% increase.

Additionally, in preparation for the major system conversion, technical training was conducted consisting of a unique combination of 16-80 hours of computer-based training, in-market coaches, and simulation practice time. This training enabled bankers to be more confident in their abilities to operate the new system, and this confidence translated to interactions with the customer. Increased loyalty was evidenced by the fact that customer attrition was 94%, number that compares favorably to peer banks.

Innovation/Product Development ☒ Yes ☐ No ☐ N/A

Example:
Kevin

Revenue/Sales ☒ Yes ☐ No ☐ N/A

Example:
Our sales training program, Chart The Course (CTC), includes a sales interventions aspect. These sales interventions have contributed to revenue by moving branches to higher performance. The highest level performance for Retail branches is indicated by a Chairman's Club designation, which has increased 79% over approximately 335 branches. As of August 2005, over 500 branches are verifiably "on-track" in the CTC Tracking and Reporting database system for the designation by 2005 year end.

All Chairman's Club members have matriculated through the Advanced CTC classes. Fee Income for these branches was increased by 7.37%, compared to a decline of 4.7% for other branches. Moreover, loan growth for Chairman's Club was a strong 37.7% while others experienced a nominal decline of 0.2%

Market Share ☒ Yes ☐ No ☐ N/A

Example:
Our Chart the Course training program is a unique, strategic, sales performance intervention. Regions' comprehensive sales performance strategy includes components for education, skill sustainment, and reinforcement of the sales culture. Chart the Course includes specific core curricula, formal performance coaching practices, incentive compensation and recognition programs, and continuing education.

Success is determined in part by improvement in key business measures related to market share. These measures are tracked and reviewed regularly and program enhancements are made accordingly. Such measures include:

- MainSail Households: increase in number as well as retention of existing client relationships.

- Services per MainSail Household: evaluation of the number and variety of products maintained for each household.
- Chairman's Club: increase in number of Chairman's Club winners.
- Cross-sell Ratio: the ratio of products sold per client encounter.
- Open/Close Ratio: the ratio of total accounts opened to those closed over a period of time.

One annual continuing education component, Leadership in Financial Services (LFS), has contributed to increasing numbers of Chairman's Club winners since its inception in 1999. LFS is updated annually to best align with organization strategy and provide the resources necessary to successfully execute the business plan for the coming year.

Specific sales and retention initiatives were developed in 2004 to maintain the focus on customers during our company's merger and integration period. These efforts contributed to the improvement of our Open/Close ratio by 31% over an 8-month period. MainSail Services per Household also increased 7% for the year to date period.

Safety/Health

☒ Yes ☐ No ☐ N/A

Example:

Research has demonstrated that American workers report experiencing substantial stress in the workplace, and that such stress negatively impacts health, on the job accidents, general occupational functioning, and health care costs. However, one report from the Human Resource Institute (2005) indicated that only 34% of employers offer any type of stress management programs. Recognizing both the need and value of such a program, Regions Financial offers associates a comprehensive stress management training program that can be offered in formats varying from two to three hours to a full day (six hour) program. This training goes far beyond the "typical" stress management program that introduces participants to relaxation strategies and/or the importance of diet and exercise. Rather, the Regions stress program (developed internally by a board certified clinical and behavioral psychologist) emphasizes that while stress is a constant in today's world, distress is the internal reaction to the external stressors. To effectively cope with such stressors, we must detect the underlying thoughts, attitudes, and beliefs that creates the distress reaction.

The "Coping with Stress" workshop introduces participants to the relationship between thinking and feeling (distress), how to detect, dispute, and change distress-creating beliefs, provides opportunities for exploring stress and distress and practicing distress management techniques, and also additional stress management tools such as breathing techniques, relaxation strategies, and other practical tools. While geared toward stress management, the information presented is also useful to other on-the-job situations such as dealing with angry customers (internal and external) and defusing conflict within teams.

Since introducing the program in November of 2003, approximately 30 courses have been offered and over 200 associates have elected to participate in the training. Response to the course has been overwhelmingly positive with a rating of 4.9 (out of 5), indicating participants found the course useful and would recommend it to others.

In addition, our HR department distributes general health information to all associates via our Employee Assistance Program, which includes information from the Mayo Health Clinic and Lifeworks.

Other: Sexual Harassment

☒ Yes ☐ No ☐ N/A

Example:

Through focused conflict resolution and management consulting services, our Associate Relations (AR) team brings issues to resolution through professional and legally sound advice including phone consultation, in-person interviewing, small group interventions, email advice, management guidance, Board of Review process, and mediation services. The AR team works closely with our HR Legal team, HR Corporate team, and OD&L department for proactive and risk-minimizing solutions.

In specific, Regions believes that our associates should be able to work in an environment free of harassment based on race, color, national origin, sex sexual orientation, religion, age, marital status, disability or veteran status. Therefore, a Code of Conduct Certification is administered annually through our Learning Management System, RU Learning. Each year, associates are required to review the Code of Conduct online, and pass a Code of Conduct assessment with a score of 100%. The HR Compliance Officer utilizes RU Learning compliance reports to identify and take action on non-compliant associates.

HR Associate Relations partnered with OD&L during 2005 to design and deliver harassment training strategies. In particular, we designed and delivered the "Sexual Harassment in the Workplace" CBT course for our Associate Relations professionals, and the "Sexual Harassment for Associates" CBT course for all of our associates. "Workplace Harassment," "Workplace Diversity," and "Respect and Dignity" are also relevant courses for associates and managers and are available through RU Learning. In cases where an AR intervention is needed, these CBTs can be followed with a instructor-led course taught by an Associate Relations Consultant.

Through the design and delivery of this type of training, we reinforce our belief that a workforce better able to resolve its own conflicts is also better able to serve its customers. It is our hope that improved associate relations will allow associates to focus on the work at hand in a healthy environment that enhances the performance of each individual and business unit.

Other: Time-to-Fill Open Positions

☒ Yes ☐ No ☐ N/A

Example:

At the beginning of the year, all Recruiters, Sourcing Specialists, and Recruiting Managers underwent training for E-Recruit, Regions' position management system. The two-day training focuses on navigating the system and system usage. We are also currently in progress of providing this training to line of business managers throughout our organization as well.

Time-to-Fill statistics are tracked and a report is generated on a weekly basis. The status of positions are dependent on the number of days the positions are open. For the field positions, a red status represents over 30 days open, a yellow status represents 21-30 days open, and a green status represents 20 and under days open. The recruiting team has developed recommended activities which will help move a position from red to yellow, and from yellow to green. This tracking provides focus and creates energy around keeping positions out of the red status. These statistics are also fed into the incentive plan, which rewards the Recruiters for strong performance (i.e., quality position filling, not just quotas).

Another way we track Time-to-Fill is via a quarterly client survey. The survey focuses on the quality and timeliness of the overall process. The resulting data is utilized in the incentive plan, and for gathering information on the timeliness of the new hire.

Below are several questions about how training is viewed in your organization. Please answer either Yes or No to each question, and provide additional comments if desired.

3.3 Does your organization make use of competency maps and personal/individual development plans?

Yes ☒ No ☐

Additional Comment (word count limit: 200):

We acknowledge the training and development needs of all associates by providing job-based curricula and competency assessment opportunities. The validated competency models that we create are collections of essential knowledge, skills, abilities, and personal characteristics that result in successful performance of a role or job and differentiate solid from superior performance. Based on research and analysis, these models identify the competencies and behaviors of top performers and allow managers and associates to jointly take charge of the associate's development.

Job Competency profiles have defined proficiency levels for each skill or competency based on high-performer behaviors. Associates can rate themselves against a high-performer competency model created specifically for their job to identify skill gaps. Each competency model has a learning map of associated resources defined to assist associates and their manager in identifying appropriate training. Managers and associates can review a list of behaviors that an expert with a given competency will display.

This approach allows associates to realize their full potential in their current jobs by identifying development opportunities for those experiencing performance difficulties and preparing motivated associates to progress in their careers.

Combined with the use of behavioral-based interviewing methodologies, the use of competency models within Regions reduces turnover, increases the quality of new hires, provides developmental paths for our associates, and assists in the succession planning process. All competency models have been developed to support the organization's business strategy and vision.

3.4 Does your organization tie managers' compensation to the development of direct reports? Remember: Almost all companies include this item in performance reviews and determine compensation based on it and a number of other factors. We want to know if any part of a manager's bonus or salary is tied specifically and only to his or her efforts to develop direct reports.

Yes ☒ No ☐

Describe how compensation is tied to the development of direct reports.

Regions' Sales Managers have a specific portion of their salary tied to associate development. They are responsible for the coaching and the development of their associates, and to the extent that they are successful (measured via sales figures and credit quality), the Sales Managers' salary increases. Low performing managers are reassigned or managed out.

Moreover, all of our managers have an explicit responsibility for the development of our associates, as well as their own individual performance contributions and leadership potential. Talent reviews, facilitated by Human Resources, are conducted in every business line and the results documented through our formal talent management process. As part of the process, managers are asked to build development plans to ensure the ongoing growth of our talent pool. Managers are reviewed annually on progress development in this area.

- 3.5 Does your organization use employee satisfaction or climate surveys? If so, describe how you have used the results to tailor or improve your training efforts.**
(Word count limit: 300)

Yes ☒ No ☐

Comment:

Regions monitors organizational climate and associate engagement/commitment through the use of our on-boarding surveys, annual climate surveys, and exit-interview surveys. Research has shown that 30% of the variance in business results can be explained by differences in organizational climate, and that 70% of the variance in organizational climate can be accounted for by the differences in managerial styles demonstrated by management (Corporate Leadership Council, 2004). In 2004, over 14,000 associates completed our annual climate survey. The survey results continue to reveal that we compare favorably to other companies nationally, and are significantly above the norm compared to other financial organizations. Provided with climate results for their respective business units, HR Business Partners conduct focus groups with their line of business partners and the associates they support in order to develop action plans to ensure that the climate of our organization allows us to move to the highest levels of performance.

We recognize that creating and sustaining a winning team and a high performance work culture involves developing individual associates as well as the organization as a whole. To achieve this objective, the OD&L team continues to forge strategic alliances with key senior and executive officers in all lines of business to determine how we can continue to best support and champion Regions' vision and focus through our training programs. In conjunction with organizational goals, surveys at Regions Financial continue to provide the understanding we need of our climate to select and retain qualified individuals, build and support great leaders, provide extensive growth and development for all associates, and foster a high performance work environment.

- 3.6 What is the average length of service of your organization's employees?**

8 in 2004 years

- 3.7 What is your company's current rate of turnover?** 30%. Within the financial services industry, the average rate of turnover is 24% (Watson-Wyatt, 2003, Saratoga, 2000).

- 3.8 For your most recently completed fiscal year, what percentage of job openings did internal candidates fill?** 47%

- 3.9 For your most recently completed fiscal year, what percentage of new hires did employees refer?** 12%

3.10 Feel free to provide any additional information that might be useful in determining your position in the annual Training Top 100. (Word count limit: 400)

Competencies as the Foundation for Human Capital Growth

At Regions Financial, processes aimed at growing human capital involve competencies at every phase of the life-cycle of an associate. From hiring to training, and from performance management to professional development, competencies serve as the foundation for our associates' career growth and the overall development of our collective human resources.

In the hiring (Recruiting and Selection) process, competencies are used to further refine the job criteria and to recruit high quality candidates. Key competencies and top performing behaviors are used to identify the most appropriate/valid tests as well as to develop interview guides for a given job. This is a key requirement in the legal defensibility of employee assessment strategies.

The training function utilizes competencies (or KSAPs) to drive the learning curriculum through job competencies specific to the associate's current role. Targeted training based on critical job skills and individual associate skill gaps is more efficient and effective than a "one training program fits all" approach.

Within performance management, associates and their managers can use job competency profiles to assess critical skill areas as they relate to achieving goals and success on the job. Further, they can compare the associate's competency scores with expected proficiency levels in RULearning (Regions' Learning Management System) to identify skill gaps and related learning opportunities to fill those gaps.

Finally, in the development phase, two processes to grow and develop our associates have been created. The first, Talent Management, utilizes competencies as a benchmark to develop our leadership pipeline and evaluate each associate's current skills. The focus is then placed on identifying associates with strong leadership potential and providing them with structured development to grow and develop their leadership competencies.

The second, Career Management, provides associates who are interested in growing their career with access to information about career paths and job competency requirements for different jobs throughout the organization. At any point in an associate's day, he/she can easily and quickly view the competencies required for a job that he/she may be interested in learning more about.

At Regions Financial, we are committed to providing our associates with every opportunity to succeed and grow with the company. We accomplish this goal by utilizing competencies as the foundation for both the company's growth and the growth of our valued associates.

Please print this page for your records.

Thank you for applying for the 2006 *Training* Top 100.

If you have any questions, please contact us at
top100awards@skypoint.com
or toll-free at 866-226-1081

Time line for the Top 100 process:

Judging will take place in October and November. All applicants will be told whether they placed in the Top 100 in the second half of December.

For those who place, invitations to the 2006 *Training* Top 100 Gala, which will be held in Orlando, Florida at the Caribe Royale resort on Sunday, March 5, will be sent out in mid- to late January.



2006 CLO Award*Verbiage for the on-line application**Note: each question has a 400-word limit.***1. Describe the learning initiative and the primary role or purpose of learning and development within the company.**

When Regions Financial Corporation decided to change its Retail and Commercial business models, corporate leaders looked to Organizational Development and Learning (OD&L) to successfully design and support the business strategies with a comprehensive human capital solution. The solution OD&L developed included a synergistic set of interventions for talent assessment, learning strategies, performance management and career management processes founded on a basis of validated competency models.

The financial services industry has experienced rapid change over the last couple of decades. "RegionsNEXT" is the code name for Regions business model change strategy and represents our organization's blueprint to how we will enhance our profitability and long-term growth rate strategy. 1st we aligned the Regions University College Learning Officer structure to the organization's new business model by pairing a College Learning Officer to each of the Executive Managers responsible for the RegionsNEXT strategy in each line of business. Together, the Line of Business Executive and the associated College Learning Officer examined the strategic planning documents that outlined the changes needing to occur within each of our lines of business, and identified the related key talent management and learning issues. To support these changes, OD&L then developed a process to assess our current talent (appropriately 4500 professionals) to ensure that we had the right Human Capital available to implement RegionsNEXT over the long term.

Third, 42 critical learning initiatives were developed to support the changes in the business models, including specific applications related to technical, sales management, and sales profiling competencies. Forth, OD&L partnered with key management units to design a company-wide performance management process to support the reinforcement of new performance expectations. Building on the foundation created from the assessment processes, learning strategies and performance and developmental processes, OD&L also implemented a new career management structure that utilized these inputs.

One example of the magnitude of change involved in RegionsNEXT is the Branch Sales Manager(BSMs) role. BSMs were primarily involved with the transaction-based relationships of Retail Banking customers. With 1,400 BSMs now responsible for the organization's Small Business Lending, we initially built and utilized a validated competency assessment to identify and retain bankers with minimum qualifications. Then we provided them with the necessary skills to successfully operate within thi new role. Given the variety of experiences within the existing BSM population, we developed tailored training based upon individual skill-level and developmental needs. The model included a 30 – 70 hour customized blended learning approach of CBT's, instructor-led training, utilization of mentors and coaches, job performance feedback, and system support, and individual performance plans.

Similar efforts were implemented in the Commercial Line of Business for Lenders.

2. Describe how this initiative meets the criteria for the specific award category.

As part of the RegionsNEXT organization-wide initiative, the bank created an integration team to study both current and future business model opportunities. In the end, Regions based the new paradigm on the Economic Profit Model, setting organizational business objectives/targets for the next five years, identifying current weaknesses and identifying the major changes needed to bring about success. OD&L, with a staff of 120 associates, supported the shift of Small Business Lending into the Retail Banking line of business, and restructured the Relationship Manager role within Commercial Banking. We also strengthened the sales management system and the sales delivery system in both lines of business by focusing on new product sets.

Within OD&L, we restructured our training department to align with the new organization's business models. As always, we continue to participate in the Strategic Integration Committee, analyzing business changes for possible impact on Human Capital, allowing us to effectively design and deliver our learning solutions in alignment with corporate business strategy. To support corporate strategy from a Learning & Development perspective, we design and deliver job-specific competency models to assess the impact that role-demands have on the requisite knowledge, skills, and abilities needed to be a top performer. We design and deliver college-specific training to match these knowledge, skills, and abilities, and support individual commitment plans oriented toward role demands.

Some specific changes we have made as a result of RegionNEXT include a new 4-day Branch Sales Manager orientation process, an updated Financial Service Representation training program (affecting 2,200 associates), and a new on-line Teller training program complete with e-coaches (affecting 6,200 associates). We incorporate our e-Learning department (housed within OD&L) for support on all training initiatives, and this work resulted in a carefully crafted set of interventions that mirrored and supported the business strategy every step of the way. These relations also resulted in the classic "cascading sponsorship" arrangement behind most successful change programs: the heads of the lines of business in turn appointed change sponsors to oversee the initiatives and build momentum for the learning programs.

For Regions, successfully realigning the OD&L organization after the change in business models and successfully designing and supporting the business strategies with comprehensive learning solutions was the result of a unique partnering strategy between the lines of business and the OD&L function under the leadership of Michael E. Pollard, SVP and Director of Organizational Development & Learning at Regions Financial Corporation.

3. Describe the impact of the initiative on the company and its stakeholders.

The Retail and Commercial Banking training initiatives positively impacted the company and its stakeholders on several levels. The restructuring of the business models and the Retail Small Business Lending and Commercial Sales Training initiatives were created to derive a reduction in Teller turnover, an increase in cross-selling, a more efficient delivery of small business products and relationships, enhanced loan production, enhanced deposit production, and a growth in customer base. Prior to the change in line of business models, we lost 1.2 accounts for every one we gained. Now, we keep 1.4 accounts for every one we lose. Initially, we grew our portfolio of Small Business Lending, created a more efficient use of resources and a more economic sales and service model by shifting Small Business Lending to the Retail organization, produced a dedicated sales force throughout our organization's footprint equipped with team-based tools, and are now able to attain higher levels of cross sales between Retail and Commercial Banking.

We have also begun to see a higher revenue per FTE, a better efficiency ratio, and more alignment with our Economic Profit Model. The specialization of roles within the sales training teams, the building of new relationships with customers we previously did not have the opportunity to connect with, and the cultivation of deeper relationships with existing customers has been made possible by the RegionsNEXT business model changes. We have attained more diversified product relations, a better efficiency, a stronger focus on jobs, placed more focus on the customer, and generated more revenue and more momentum as our customers' trusted financial advisor.

The infrastructure is set, and preliminary results are in. Completion of training events is occurring as expected (associates have completed over 22,500 hours of training via 17 courses related to Small Business Lending). By utilizing this customized approach instead of the one-size-fits-all approach typical of large corporate training programs, we reduced the number of hours of training required to fulfill strategy which in turn will result in a return on investment of over 700%. Regions is already gaining in deposits and loans from small business, and seeing the impact throughout the company in terms incentive pay for Small Business Lending. It is the policy of the bank to not release financial results.

4. Describe the goals for the initiative, who established them and how they were met.

The goals for the initiative were established by the Executive Board, consisting of the Chairman/CEO, Heads of Finance, Human Resources, Legal, Credit, and the Head of Strategic Planning. Specific Retail and Commercial Banking learning initiatives were established by the relevant Steering Committees in each line of business, which includes the presence of Regions' Chief Learning Officer, Michael Pollard. To support the goals, we introduced a synergistic set of interventions for talent assessment, learning strategies, performance management and career management processes founded on a basis of validated competency models. We also established specific cultural awareness initiatives that included the re-orientation of 24,000 associates into the newly merged company by introducing a series of four learning map sessions known as the "Building for the Future" campaign. This learning campaign proved to be a tremendous success. During these sessions, associates learned about emerging issues in the financial services industry, Regions' plans for responding to these issues, and opportunities for individual involvement in making the merger a success. Evaluation of this process revealed that most associates found the exercises to be a fun and effective way to connect to organizational strategies. Eighty-eight percent believed the process helped them identify ways that they can contribute to the organization's success, while ninety-three percent said that they appreciated having the opportunity to learn about the organization's strategic plans. The learning maps were critical in assisting us to develop a culture that understood the need for a change in the business models, and feedback from the field has been extremely positive. As one associate commented, "What I found most helpful was that my staff became more aware of how the bank makes money and of how it takes each one of us to contribute to the success of the company. It makes everyone more aware of what the company is striving to accomplish not only for our customers but also for each of the employees as well."

5. Describe the CLO's roles (leadership and other roles) in identifying, implementing and realizing the initiative and its impact.

In his role as Chief Learning Officer, Michael Pollard was able to successfully accomplish mission critical goals related to RegionsNEXT by:

- Managing the OD&L team through the planning, solution design/development, implementation and review phases, as well as seeking and securing funding for activities and resources.
- Maintaining executive support and sponsorship throughout the process.
- Providing continuous status updates to line of business executives.
- Overseeing a series of kickoff meetings at the executive level in every market, focusing on training roles, bankers' roles, coaches' roles, and the opportunities presented by changing the business models.
- Leading the review of evaluation efforts to determine the success of the learning solutions.

The Organizational Development & Learning (OD&L) team plays a vital, ongoing role in supporting and championing the organization's business strategy. It does this in part by involving key senior and executive officers in determining how learning programs can best support and champion the organization's business strategy. OD&L identifies formal, interrelated change management processes for enhancing the company's culture in critical areas of organizational climate, leadership, sales, talent/career management, and learning/technical training processes.

Our talented organizational development and learning professionals partner with management to set new standards for performance, creativity, teamwork, vision, partnerships and perseverance. We measure these initiatives by continually examining associate turnover levels, sales performance, leadership practices, utilization of talent management practices, effective and efficient learning strategies to improve time to proficiency, and improvements in organizational climate.

The positive, substantive results we have achieved in the past and the ongoing OD&L projects that continue to evolve and support the mission of Regions Financial Corporation reap rewards and benefits that are shared by our customers, our shareholders, our associates and, ultimately, our entire company.

6. Provide a brief description of this CLO, their accomplishments and their contributions.

Michael E. Pollard is a SVP and Director of Organizational Development & Learning at Regions Financial Corporation. Under Michael's leadership, the OD&L team at Regions has successfully designed, developed and delivered a host of programs influencing all aspects of the organization: sales coaching, retention & turnover, quality process, assessment strategies, revenue growth, succession planning, executive coaching, leadership benchstrength development, hr research, first-line supervisor development, mentoring, job rotation, career counseling, new associate orientation, competency modeling, learning technologies, and much more. These efforts won us recognition from *Training* magazine twice in the past two years, via their coveted 2004 and 2005 "Training Top 100" awards.

A few of Michael's accomplishments include developing management and leadership talent by implementing an interactive series of learning interventions that involve a four-week executive development program, senior leadership workshops, and action learning projects. Other important accomplishments include designing organizational interventions to support culture changes, involving quality, continuous improvement, empowerment and learning strategies.

Michael also increased retail and commercial banking revenue per sales associate through customized sales management and sales associate training and learning strategies, and designed and implemented a high-performance organization model that aligned learning, performance management, career management and talent management processes.

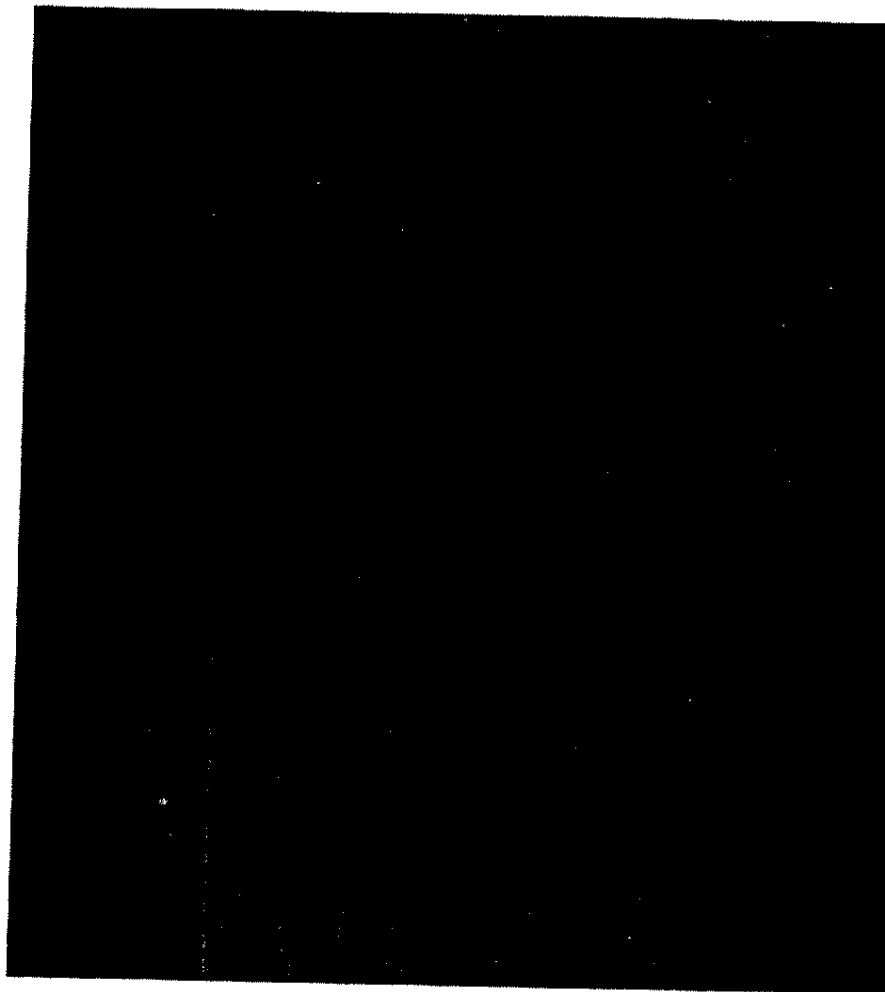
Regions Financial Corporation

June 2006

Regions Financial Corporation (NYSE: RF), headquartered in Birmingham, Ala., is a full-service provider of retail and commercial banking, securities brokerage, mortgage, and insurance products and services. With its merger with former Union Planters Corp. complete, Regions had assets of 84.6 billion as of Sept. 30, 2005, making it one of the nation's Top 15 financial services providers. Regions' banking subsidiaries, Regions Bank and Union Planters Bank, operate some 1,400 offices and a 1,700-ATM network across a 15-state geographic footprint in the South, Midwest and Texas. Its investment and securities brokerage, trust and asset management division, Morgan Keegan & Company Inc., provides services from more than 250 offices. Additional information about the new Regions, which is a member of both the Forbes and Fortune 500 and operates one of the Top 20 mortgage companies in the United States, can be found at www.regions.com.

DEFENDANT'S
EXHIBIT

9



Building A Career Filled With Opportunity

Everyday confidence.

REGIONS 
FINANCIAL CORP.



RAC00012337



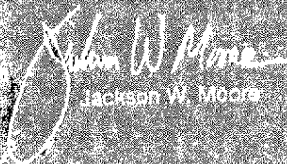
Jackson W. Moore
President and Chief Executive Officer

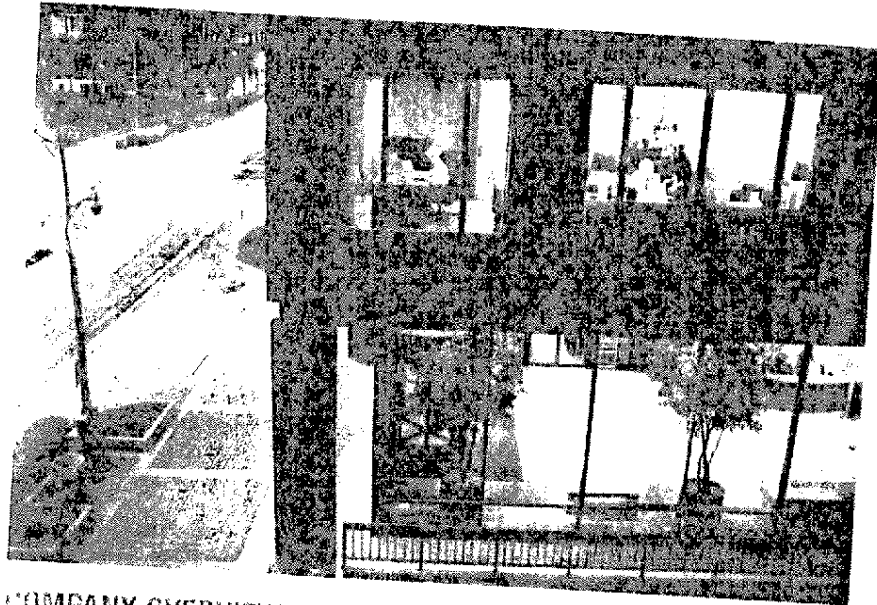
Regions Financial Corporation is a high-performing financial services organization that offers tremendous opportunities for associates. Our vision for customers and associates is the same: we want them both to have "Everyday confidence" in Regions. We want customers to be confident in our ability to deliver financial services that meet their needs. And, we want associates to feel confident they are working for an organization focused on building relationships, showing respect and recognizing high performance.

There are seven Regions values that lead all of us as we work together in building a high-performing organization:

- ▶ Sound Financial Management that Optimizes Shareholder Value
- ▶ Collaborative Thinking
- ▶ Consistent and Ever-Improving Quality of Service
- ▶ Growth and Learning Opportunities for Performance-Oriented Associates
- ▶ Respect for All Individual Associates and Customers
- ▶ Work/Life Balance
- ▶ Doing the Right Thing

I am proud to be part of an organization that is guided by these sound values. The true values of a company beat within the hearts of its associates. Regions delivers on its promise to give customers superior service by employing highly talented associates who understand the organization's vision and embrace the values that drive how we operate each day.


Jackson W. Moore



COMPANY OVERVIEW

Regions Financial Corporation has been serving customers with strength and stability for more than 135 years. Our associates share the company's commitment to serving customers and helping communities realize their dreams by anticipating, understanding and meeting financial needs through effective solutions. This commitment is an extension of our promise of delivering *Everyday confidence* to our valued customers.

FACTS ABOUT REGIONS:

- With over \$84 billion in assets, Regions has the strength and stability of being one of the Top 15 financial services providers in the nation.
- Regions serves over five million customers throughout a 15-state geographic footprint in the South, Midwest and Texas.
- Regions, which trades on the New York Stock Exchange under ticker symbol RF, ranks on both the Forbes 500 and FORTUNE 500 listing of America's largest companies.
- Regions ranked in the Top 5 on FORTUNE's 2004 list of the Most Admired Superregional Banks in the United States.
- Training magazine named Regions to its "Training Top 100 List" for being an organization that excels in workforce development.
- The U.S. Small Business Administration consistently ranks Regions as one of the top small-business-friendly financial services providers in the country.
- Computerworld magazine recently ranked Regions in the Top 50 of its 100 Best Places to Work in Information Technology in the magazine's 10th annual survey.

Regions is much more than a bank. It's a full-service financial services institution with retail and commercial banking, a mortgage subsidiary, an insurance affiliate and a full-service securities and investment-banking subsidiary. With all that Regions has to offer, there's no doubting why customers choose to do business with a financial services organization that gives them *Everyday confidence* each time they visit one of our office locations.

BENEFITS HIGHLIGHTS

Associates have confidence in Regions' commitment to provide a competitive, comprehensive benefits program. Regions demonstrates respect for associates by ensuring they experience a balanced work/life environment, which includes healthcare benefits, paid time off and professional development opportunities.

Regions offers a benefits package that is flexible, comprehensive and recognizes that "one size does not fit all" for Regions associates. We call it our "Total Consumer" benefits package, and it includes a full spectrum of benefits to protect your health, wealth and family. It also offers a level of competitive benefits designed to attract and retain valuable associates.

MEDICAL COVERAGE

To give associates peace of mind that they'll have health insurance when they need it, Regions provides two levels of PPO medical coverage (Core & Advantage) through Blue Cross Blue Shield of Alabama. Blue Cross Blue Shield of Alabama offers an extensive network of providers through partnerships with Blue Cross Blue Shield providers in other states.

DENTAL COVERAGE

Good dental health is important, and that's why Regions provides comprehensive dental coverage through Blue Cross Blue Shield for services ranging from X-rays and routine cleanings to fillings and orthodontic care.

VISION COVERAGE

The vision plan covers routine eye exams, as well as benefits for eyeglasses or contact lenses.

LIFE AND ACCIDENTAL DEATH AND DISMEMBERMENT (AD&D)

Regions provides basic life insurance at twice the associate's salary (up to \$300,000) at no cost. Basic life insurance includes an equal amount of accidental death and dismemberment (AD&D) coverage that pays a benefit if an associate suffers a covered loss or dies as a result of an accident. Regions also offers the opportunity to purchase additional life insurance and/or AD&D insurance.

TUITION REIMBURSEMENT

Regions' commitment to supporting associates' growth and development is evident in its Tuition Reimbursement Program. Associates who meet eligibility requirements can be reimbursed for some of the expenses they incur while taking approved courses at local colleges.

401(k) PLAN

The 401(k) plan gives associates a great opportunity to save and invest for the future. Contributions are taken from each pay period before any federal income tax and most state and local taxes are withheld. Regions will match contributions 100 percent on the first six percent of pay, and associates immediately own the company matches.

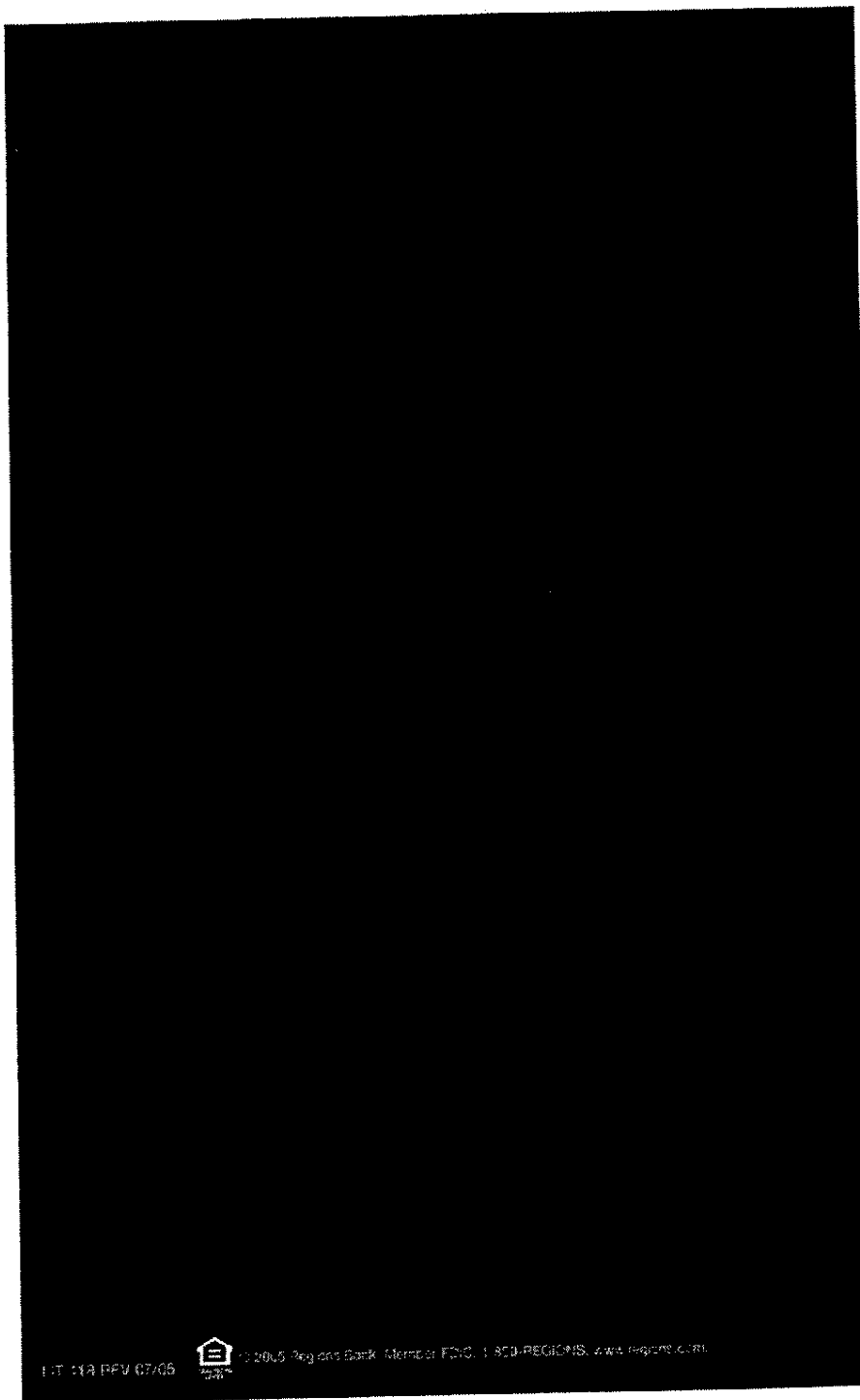
LOOKING FOR A CAREER... NOT JUST EMPLOYMENT?

It doesn't take long for associates to feel confident in their decision to build a career at Regions Financial Corporation. Regions earns associates' confidence by providing a work environment that encourages strong relationships with coworkers and customers, shows respect by operating with a team focus and gives recognition for high performance.

Regions has a strong corporate commitment to provide growth and development opportunities for associates. If you have a desire to learn, grow and succeed, Regions is an excellent place to build a career! Opportunities for career growth through learning and development programs include:

- ▶ The Career Management Resources Program
- ▶ Retail Leadership Development Program
- ▶ Regions University
- ▶ Tuition Reimbursement Programs


There's a great deal to consider when choosing where to build your career. Learn more about Regions Financial Corporation and our career opportunities at www.regions.com.




EXT. 11A PFV 07/05



© 2005 Regions Bank. Member FDIC. 1-800-REGIONS. www.regions.com



[Home](#)
[Investor Relations](#)
[Careers](#)
[Morgan Keegan](#)
[Privacy & Security](#)
[En Español](#)



Let's Get Started

Relationships, Respect and Recognition through Everyday Confidence.

[Find a Location](#)
[Customer Care](#)
[Apply Today](#)
[Login to Online Services](#)

[Personal Banking](#)
[Small Business](#)
[Corporate Banking](#)
[About Regions](#)

Welcome Message

Getting Started

Your First Day

New Associate Orientation

Benefits

Company Information

Your First Day at Regions

When you arrive at your Regions location, be confident knowing that a talented team of associates is ready to welcome you. You were hired because your experience and skill set will contribute to your team's focus on achieving performance excellence for Regions. Below are several tools you will find helpful as you start your career here:

New Associate Orientation

There's no doubt you will have questions on your first day! Your manager, coworkers and Human Resources Business Partner are all ready to answer your questions and help you get settled in your new career. During the New Associate Orientation session, you will also receive information that will provide answers to some of the most commonly asked questions.

Checklist of Activities

One item you will find helpful is a checklist of activities to complete over your first 90 days of employment. By completing the checklist of activities, you will become familiar with our operating systems, learn about our associate guidelines and discover what it means to be a Regions associate.

Everyday Regions

The Regions Intranet site, "Everyday Regions," is an important resource for you to use throughout your career at Regions. It provides current company news and access to a variety of our internal

DEFENDANT'S
EXHIBIT
1

Regions | New Employee Welcome | Getting Started | Your First

Human Resources and training systems. Two of these systems you will find particularly helpful is Regions1Source and RU Learning (Regions University Learning).

© 2006 Regions Financial Corporation Terms and Conditions

Member FDIC

http://www.regions.com/welcome/lets_get_started.shtml

12/6/2006

RAC00000126

DEFENDANT'S
EXHIBIT

13



RETAIL



REGIONS UNIVERSITY
Retail College

RAC00001300



COMMERCIAL



REGIONS UNIVERSITY
Retail College

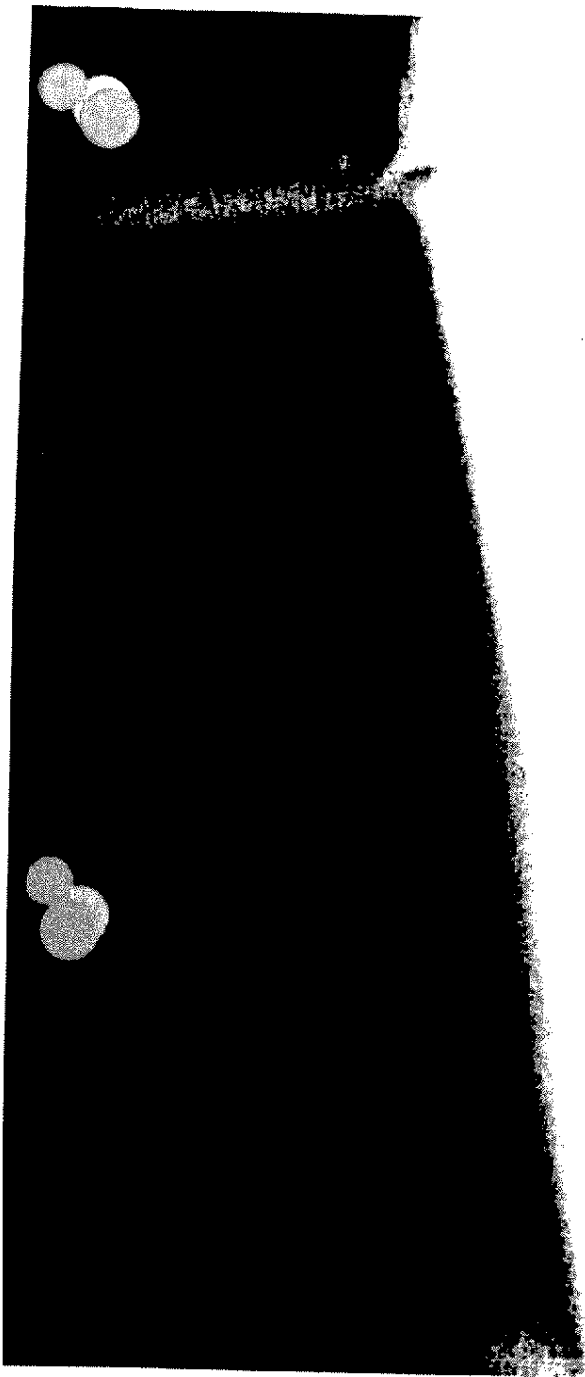
RAC00001301



MORTGAGE



RETAIL COLLEGE
Retail College



OPERATIONS



Operations Retail College



CORPORATE SUPPORT



Retail College

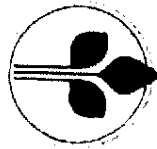
RAC00001304



LEADERSHIP AND SALES

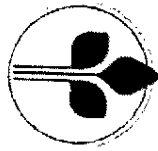


DEPAUL UNIVERSITY
Retail College



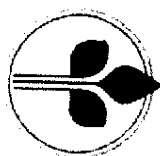
Retail College

NORTHERN ARIZONA UNIVERSITY

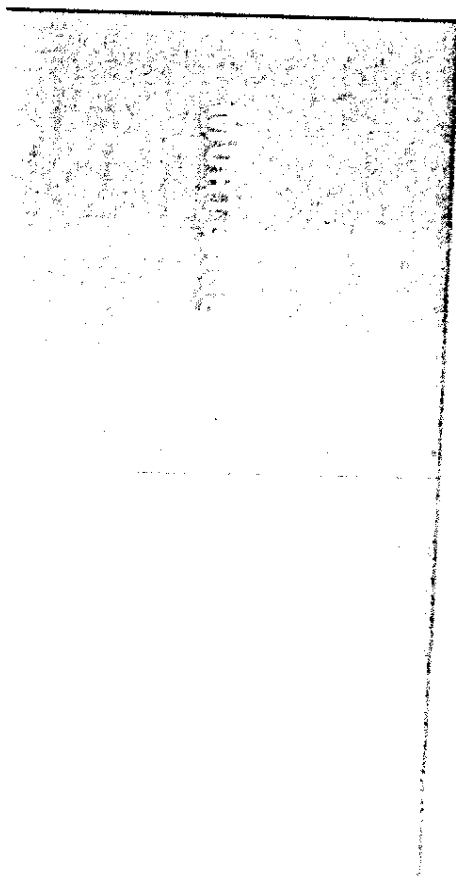


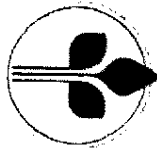
OREGON UNIVERSITY
Retail College

COMMERCIAL



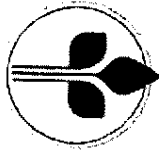
OREGON UNIVERSITY
Retail College





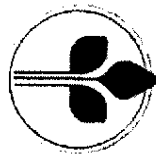
OREGON UNIVERSITY
Retail College

OPERATIONS



REGIONS UNIVERSITY
Retail College

CORPORATE SUPPORT



MICHIGAN STATE UNIVERSITY
Retail College

LEADERSHIP AND SALES



RETAIL COLLEGE CONVERSION COACH
Playbook



RETAIL COLLEGE
Retail College

BRANCH CONVERSION LEAD WORKSHOP
Participant Guide



BRANCH CONVERSION LEAD WORKSHOP
Participant Guide



AMERICAN RETAIL COLLEGE
Retail College



BRANCH CONVERSION LEAD WORKSHOP
Leader Guide



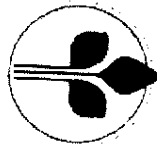
RETAIL COLLEGE
Retail College



RETAIL COLLEGE CONVERSION COACH
Playbook



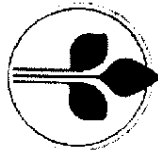
RETAIL COLLEGE
Retail College



Retail College

UNIVERSITY

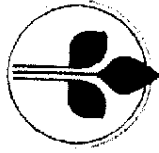
BRANCH CONVERSION LEAD WORKSHOP
Participant Guide



REGIONS UNIVERSITY
Retail College

BRANCH CONVERSION LEAD WORKSHOP
Leader Guide

RAC00001317



DEPAUL UNIVERSITY
Retail College

RETAIL COLLEGE CONVERSION COACH
Playbook

DEFENDANT'S
EXHIBIT
14

A	B	C	D	E	F	G	H	I	J	K	L
	January 2005 Actual	February 2005 Actual	March 2005 Actual	April 2005 Actual	May 2005 Actual	June 2005 Actual	July 2005 Actual	August 2005 Actual	September 2005 Actual	October 2005 Actual	November 2005 Actual
1											
2											
3											
4											
5											
6											
7											
8											
9											
10											
11											
12											
13											
14											
15											
16											
17	599,052.44	576,571.58	602,105.24	612,470.57	618,544.49	609,317.56	589,774.32	621,149.90	608,479.90	601,322.75	593,716.98
18	325.00	13,376.60	(32,165.40)	10.00	23,887.08	23,670.38	50.00	134.00	62.50	1,000.00	(1,000.00)
19	23,445.30	24,168.63		81,478.78			23,858.06	23,310.38	23,105.76	22,070.98	22,139.72
20	60,898.94	67,011.28	54,305.25	46,888.82	47,103.14	48,306.93	48,152.74	47,916.73	45,669.08	42,578.16	44,994.96
21	39,340.27	38,590.91	39,422.54	39,688.88	38,974.22	38,563.91	38,971.53	39,481.76	37,029.42	37,624.60	36,692.34
22	13,344.13	50,874.08	20,702.68	32,456.07	(20,393.81)	27,624.06	26,058.40	3,055.98	15,130.21	7,935.72	6,526.47
23	736,406.08	770,593.08	694,370.31	812,973.12	708,115.12	747,482.84	726,865.05	735,048.75	729,476.87	712,532.21	703,070.47
24											
25											
26	2,397.74	2,532.72	2,387.73	(5,174.45)	(2,143.74)	2,352.54	2,447.67	2,615.27	2,807.86	5,533.02	272.98
27											
28	2,527.68	2,482.74	2,482.77	(5,047.08)	(13.36)	1,616.72	1,616.85	1,616.73	1,616.87	1,616.78	1,616.78
29	308.20	2,432.86	1,525.66	(4,196.07)	8.56	183.69	3,044.58	1,316.80	1,828.23	1,914.81	1,153.08
30	58,721.70	34,748.18	93,571.54	(78,712.66)	206,279.24	63,574.27	57,787.85	57,722.85	57,845.85	57,787.85	57,712.85
31											
32	63,955.32	42,196.50	99,967.70	(93,130.26)	204,130.70	67,727.22	64,896.95	63,271.65	64,098.81	110,031.99	103,935.22
33											
34	14,338.49	14,784.72	4,790.45	11,856.64	11,856.92	11,803.56	11,744.54	11,743.93	11,843.04	11,962.35	12,138.23
35	996.48	505.04	447.48	2,152.50	529.45	258.05	1,862.07		274.39	1,217.06	
36	717.20	717.20	717.20	717.20	717.20	717.20	717.20	717.20	717.20	717.20	717.20
37	1,049.54	537.01	1,165.31	557.28	591.54	(958.22)	578.60	111.32	484.22	111.32	484.22
38	6,876.37	7,114.91	9,160.31	7,698.22	6,634.31	8,049.55	6,041.82	6,445.94	6,418.87	6,946.91	5,609.91
39	1,004.45	872.77	2,234.58	1,213.46	230.57	140.32	1,085.70	1,592.25	1,280.30	3,715.61	(121.62)
40	24,982.53	24,531.65	18,515.33	24,195.30	20,559.99	20,010.46	22,029.93	20,610.64	21,018.02	24,670.45	18,827.94
41											
42	13,937.49	33.46	44.71	1,489.25	532.77	720.29	1,041.16	294.86	933.83	(95.61)	1,876.98
43											
44	(672.14)	8,182.01	3,097.57	3,097.57	2,498.23	2,248.24	636.33	303.00	303.00	8,996.11	1,027.42
45											
46											
47											
48											
49	317.97	565.73	3,975.57	97.70	(3,949.44)	7,145.60	25.00	257.16		1.82	
50											

CONFIDENTIAL

RAC00030347

	M	N	O	P	Q	R	S	T	U	V
1										
2										
3										
4										
5										
6	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual
7										
8		NewRegions-Corporate Training								
9		Summarized Budget Report								
10		October 2006								
11										
12										
13	December 2005	January 2006	February 2006	March 2006	April 2006	May 2006	June 2006	July 2006	August 2006	September 2006
14	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual
15										
16	562,264.70	547,185.99	499,772.73	509,255.17	494,867.03	507,568.13	513,559.64	516,661.76	512,986.05	505,991.51
17										
18	31,656.22	21,387.48	44,043.60	20,963.05	20,898.25	21,095.37	21,674.08	21,621.49	21,572.01	19,769.79
19										
20	60,300.08	59,350.15	83,366.21	43,306.43	36,953.76	37,022.40	36,461.60	36,394.49	36,182.47	34,915.69
21	36,287.16	34,190.71	33,675.53	33,040.23	32,103.63	32,355.75	33,405.25	33,866.94	34,077.87	32,655.17
22	19,717.44	9,816.22	11,923.66	29,972.42	7,361.81	6,299.26	29,814.89	7,232.96	8,474.85	4,451.77
23	710,225.60	671,730.55	672,781.73	636,537.30	592,184.48	604,340.91	634,915.46	615,777.64	613,233.25	597,783.93
24										
25										
26										
27										
28	1,616.80									
29	44.97									
30	57,814.45									
31		93,326.48	93,326.48	94,230.96	95,179.14	94,754.59	95,094.23	95,094.23	94,898.56	94,898.56
32	101,490.73	93,326.48	93,326.48	94,230.96	95,179.14	94,754.59	95,094.23	95,094.23	94,898.56	94,898.56
33										
34	11,894.91	11,398.42	8,050.43	8,014.98	8,197.35	8,086.36	7,510.75	7,661.10	7,618.43	7,663.77
35	338.85	573.94	97.28	1,092.36	1,187.18	116.59	431.51	39.33	8.87	599.20
36	717.20			717.20		(717.20)				
37	1,562.18	484.22	843.54	111.32	857.12	122.48	111.32	484.22	521.07	187.14
38	6,160.12	4,362.57	4,011.21	3,908.42	3,913.42	3,908.76	3,221.55	1,166.06	1,125.29	922.79
39	7,461.63	2,091.40	640.37	12,442.03	1,560.34	2,398.06	500.90	1,845.39	1,308.55	1,097.82
40	28,134.89	18,910.55	13,642.83	26,286.33	15,715.41	13,915.05	11,776.03	11,196.10	10,582.21	10,470.72
41										
42	352.95	1,896.01	132.14	474.68	(1,262.41)	183.08	275.79	25.03	17,103.06	2,304.31
43										
44	1,027.43	724.43	724.43	724.43	724.43	724.43	724.43	724.43	724.43	724.43
45										
46										
47										
48										
49	9,747.70	1,232.18	69.76			200.00				
50			106.62							

W	X	Y	Z	AA	AB
1					
2					
3	CUBE				
4	Im1servreportview	Im1servanalysis			
5	Im1servanalysismeasures	Net RAROC Performance View			
6		Net Inc or Exp			
7	Actual	Actual	Budget		
8					
9					
10					
11					
12					
13	October 2006	Oct YTD 2006	Oct YTD 2006	\$ Variance	
14	Actual	Actual	Budget		
15					
16	501,587.91	Salaries & Wages	5,592,556.32	(483,120.40)	
17	83.34	Commissions & Incentives	83.34	83.34	
18	20,091.02	Profit Sharing/401K/Sik Purch	297,732.90	(64,616.78)	
19		Pension Plan			
20	41,307.96	Payroll Taxes	440,661.45	4,599.71	
21	32,635.30	Group Insurance	281,378.84	50,627.54	
22	4,093.02	Other Benefits	(98,868.20)	218,109.06	
23	599,798.55	Salaries and Employee Benefits	6,513,461.31	(274,317.51)	
24					
25		Building Rent	933,264.80	(933,264.80)	
26		Utilities			
27		Real Estate Taxes			
28		Building Depreciation & Amortization			
29		Building Maintenance & Repairs			
30	94,898.56	Other Occupancy		945,701.79	
31		Rental Income			
32	94,898.56	Net Occupancy Expense	933,264.80	12,436.99	
33					
34	7,640.87	Furn & Equip Depreciation	81,842.46	75,273.22	6,589.24
35	3,372.75	Furn & Equip Maintenance & Repairs	7,519.03		7,519.03
36		Property Taxes			
37	111.32	Furn & Equip Rent	3,833.75		3,833.75
38	870.86	Computer Equipment Expense incl Depreciation	27,410.93		104.43
39	537.84	Other Furn & Equip Expense	27,306.50		
40	12,533.64	Furniture & Equipment Expense	120,203.20	(95,780.50)	
41			145,028.87	222,782.92	(77,754.05)
42	1,535.61	Advertising & Promotion			
43		Amortization of Servicing	22,667.30	16,668.70	6,000.60
44	724.43	Amortization of Computer Programs	7,244.30		7,244.30
45		Amortization-XS Purchase Price			
46		Amortization of Employment Agreements			
47		Computer Service Fees Expense			
48		Contributions	269.76		269.76
49		Courier Service	1,338.80		1,338.80
50		Credit Investigations			

CONFIDENTIAL

RAC00030349

	AC	AD
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15	CORPORATE AVIATION (AL)-02606140	CORPORATE AVIATION (AL)-02606140
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		
48		
49		
50		

	A	B	C	D	E	F	G	H	I	J	K	L
51												
52		360.75	415.00	386.00	639.91	501.95	3,099.00	(99.00)	(270.50)	2,161.25	823.55	490.89
53				2,222.40			0.02					
54				16,253.88	(16,253.88)							
55			6,179.46	17,496.40	(750.00)	20,063.02	19,087.08	4,050.00	14,223.08	10,049.68	9,760.00	1,028.19
56		4,578.56	1,150.15	1,126.09	349.86	288.84	60.34		8.90	69.35	35.13	
57												
58												
59												
60		39,399.52	3,389.92	22,098.76	30,000.34	5,399.77	16,110.28	10,385.10	358.11	156.32	5,103.31	37,551.70
61		1,641.26	1,373.52	4,358.74	1,574.93	309.40	1,188.15	4,012.82	(616.25)	4,422.29	1,688.47	(4,344.85)
62									7,305.19			
63		6,267.48	12,603.94	14,937.41	10,312.34	7,813.02	16,380.60	14,549.77	2,007.26	4,737.58	5,367.12	6,124.56
64		23,633.86	43,179.91	32,599.09	8,787.05	(16,680.48)	24,290.24	23,484.25	(420.30)	51,817.18	45,029.97	(31,554.77)
65												
66												
67		81,302.26	131,941.11	159,414.08	151,097.34	(177,525.82)	207,096.91	122,933.93	70,127.45	71,607.23	207,146.99	(75,218.30)
68												
69			0.03									
70		91,695.81	90,115.15	126,129.56	135,703.10	99,125.35	155,431.82	203,463.58	168,692.22	51,389.09	128,655.22	(29,105.09)
71		262,462.82	299,129.39	404,140.26	326,145.51	(81,556.05)	452,883.55	384,543.99	262,270.18	197,646.80	412,512.08	(92,123.27)
72												
73												
74		1,087,806.75	1,136,450.62	1,206,993.60	1,070,183.67	871,249.76	1,288,104.07	1,198,335.92	1,081,201.22	1,012,240.50	1,259,746.73	733,710.36
75												
76												

	M	N	O	P	Q	R	S	T	U	V
51	12,827.50	12,659.00	12,969.00	12,932.15	12,700.00	12,412.79	12,931.65	15,182.53	13,805.29	46,228.25
52										
53										
54										
55	7,531.60	16,700.65	43,108.00	30,415.34	21,850.27	20,912.59	28,389.35	16,664.00	(2,786.90)	31,095.00
56	32.09		41.70	2.55	15.58	18.28	6.72	10.20	1.25	0.76
57										
58										
59										
60	4,621.70	30,842.10	4,663.18	2,226.72	17,185.68	13,790.65	6,582.54	14,920.53	14,808.39	1,262.16
61	2,761.09	3,609.37	746.95	900.70	1,469.49	946.61	964.18	937.16	2,058.41	1,514.43
62										
63	43,881.73	14,713.51	16,329.88	19,337.91	4,989.05	7,018.30	9,734.99	15,492.25	5,145.48	9,993.06
64	11,848.17	9,012.69	25,077.84	8,586.60	27,127.32	24,389.19	26,933.21	30,000.31	25,294.13	28,056.36
65										
66										
67	(103,034.23)	71,116.41	134,455.61	83,215.47	3,367.89	117,153.26	80,567.23	147,777.77	(12,534.70)	88,916.95
68										
69	13,240.00						1,265.51			
70	607,073.56	94,979.99	147,939.44	177,973.17	6,756.90	171,342.79	55,983.87	170,809.68	36,605.56	117,663.10
71	611,911.29	257,486.34	386,364.55	336,789.72	94,924.20	369,089.97	224,339.47	412,543.89	100,224.40	327,758.81
72										
73										
74	1,451,762.51	1,041,453.92	1,166,115.59	1,093,844.31	798,003.23	1,082,100.52	966,125.19	1,134,611.86	818,998.42	1,030,912.02
75										
76										

	W	X	Y	Z	AA	AB
51		Directors' Fees and Stock				
52	9,874.07	Dues and Subscriptions	161,694.73	28,700.00	134,994.73	
53		Gain/Loss on Sale of Assets				
54		Insurance				
55	18,424.00	Legal and Professional	224,752.30	171,000.00	53,752.30	
56	0.80	Licenses and Taxes	95.84		95.84	
57		Life Co Claims and Commissions				
58		Minority Interest-RAMCO				
59		Other Real Estate Expense				
60	3,736.47	Outside Services	110,018.42	69,393.40	40,625.02	
61	(2,590.73)	Postage and Freight	10,556.57	74,333.30	(63,776.73)	
62		Security Services				
63	10,419.36	Stationery & Supplies	113,173.79	79,833.30	33,340.49	
64	24,355.92	Telephone Service	228,833.57	84,506.50	144,327.07	
65		Tellers' Differences				
66		Tickers and Quotes				
67	82,802.75	Travel & Business Development	796,838.64	989,015.40	(192,176.76)	
68		Federal Reserve Bank Fees				
69	385.00	Misc. Losses Net of Recoveries	1,650.51		1,650.51	
70	209,297.98	Miscellaneous Expense	1,189,352.48	1,974,299.20	(784,946.72)	
71	358,965.66	Other Operating Expenses	2,868,487.01	3,485,747.80	(617,260.79)	
72						
73						
74	1,066,196.41	Non-Int Exp Less Affil Svs Fees	10,198,361.47	11,155,256.83	(956,895.36)	
75			10,198,361.47	11,155,256.83	(956,895.36)	
76					(0.00)	

	AC	AD
51		
52		
53		
54		
55		
56		
57		
58		
59		
60		
61		
62		
63		
64		
65		
66		
67		
68		
69		
70		
71		
72		
73		
74		
75		
76		

	A		B		C		D		E		F		G		H		I		J		K	
	January 2005		February 2005		March 2005		April 2005		May 2005		June 2005		July 2005		August 2005		September 2005		October 2005		November 2005	
	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget
1																						
2																						
3																						
4																						
5	Actual		Actual		Actual		Actual		Actual		Actual		Actual		Actual		Actual		Actual		Actual	
6	Budget		Budget		Budget		Budget		Budget		Budget		Budget		Budget		Budget		Budget		Budget	
7																						
8																						
9	January 2005	Actual	February 2005	Actual	March 2005	Actual	April 2005	Actual	May 2005	Actual	June 2005	Actual	July 2005	Actual	August 2005	Actual	September 2005	Actual	October 2005	Actual	November 2005	Actual
10																						
11																						
12	599,052.44		576,571.58		602,105.24		612,470.57		618,544.49		609,317.56		589,774.32		621,149.90		608,479.90		601,322.75		593,716.98	
13	325.00		13,376.80				10.00		38,974.22				50.00		134.00		62.50		1,000.00		(1,000.00)	
14	23,445.30		24,168.63		(32,165.40)		81,478.78		23,887.06		23,670.38		23,858.06		23,310.38		23,105.76		22,070.98		22,139.72	
15																						
16	60,898.94		67,011.28		54,305.25		46,888.82		47,103.14		48,306.93		48,152.74		47,916.73		45,869.08		42,578.16		44,994.96	
17	39,340.27		38,590.91		39,422.54		39,668.88		38,974.22		38,563.91		38,971.53		39,481.76		37,029.42		37,624.60		36,692.34	
18	13,344.13		50,874.08		20,702.68		32,456.07		(20,393.81)		27,624.06		26,058.40		3,055.98		15,130.21		7,935.72		6,526.47	
19	736,406.08		770,593.08		684,370.31		812,973.12		708,115.12		747,482.84		726,865.05		735,048.75		729,476.87		712,532.21		703,070.47	
20																						
21	2,397.74		2,532.72		2,387.73		(5,174.45)		(2,143.74)		2,352.54		2,447.67		2,615.27		2,807.86		5,533.02		272.98	
22																						
23																						
24	2,527.68		2,482.74		2,482.77		(5,047.08)		(13.36)		1,616.72		1,616.85		1,616.73		1,616.87		1,616.78		1,616.78	
25	308.20		2,432.86		1,525.66		(4,196.07)		8.56		183.69		3,044.58		1,316.80		1,828.23		1,914.81		1,153.08	
26	58,721.70		34,748.18		93,571.54		(78,712.66)		206,279.24		63,574.27		57,787.85		57,722.85		57,845.85		57,787.85		57,712.85	
27																						
28	63,955.32		42,196.50		99,967.70		(93,130.26)		204,130.70		67,727.22		64,896.95		63,271.65		64,098.81		66,852.45		60,755.69	
29																						
30	14,338.49		14,784.72		4,790.45		11,858.64		11,856.92		11,803.56		11,744.54		11,743.93		11,843.04		11,962.35		12,138.23	
31	996.48		505.04		447.48		2,152.50		529.45		258.05		1,862.07				274.39		1,217.06			
32	717.20		717.20		717.20		717.20		717.20		717.20		717.20		717.20		717.20		717.20		717.20	
33	1,049.54		537.01		1,165.31		557.28		591.54		(958.22)		578.60		111.32		484.22		111.32		484.22	
34	6,876.37		7,114.91		9,160.31		7,698.22		6,634.31		8,049.55		6,041.82		6,445.94		6,418.87		6,946.91		5,609.91	
35	1,004.45		872.77		2,234.58		1,213.46		230.57		140.32		1,085.70		1,592.25		1,280.30		3,715.61		(121.62)	
36	24,982.53		24,531.65		18,515.33		24,195.30		20,559.99		20,010.46		22,029.93		20,610.64		21,018.02		24,670.45		18,827.94	
37																						
38	13,937.49		33.46		44.71		1,489.25		532.77		720.20		1,041.16		294.86		933.83		(95.61)		1,876.98	
39																						
40	(672.14)		8,182.01		3,097.57		3,097.57		2,496.23		2,248.24		636.33		303.00		303.00		8,996.11		1,027.42	
41																						
42																						
43																						
44																						
45	317.97		565.73		3,975.57		97.70		(3,949.44)		25.00		61.05		257.16				1.82			
46																						
47																						
48	360.75		415.00		396.00		639.91		501.95		3,099.00		(99.00)		(270.50)		2,161.25		823.55		490.89	
49					2,222.40						0.02											
50					16,253.88		(16,253.88)															

	L	M	N	O	P	Q	R	S
1								
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35								
36								
37								
38								
39								
40								
41								
42								
43								
44								
45								
46								
47								
48								
49								
50								

	A	B	C	D	E	F	G	H	I	J	K
51		6,179.46	17,496.40	(750.00)	20,063.02	19,087.08	4,050.00	14,223.08	10,049.68	9,760.00	1,028.19
52	4,578.56	1,150.15	1,126.09	349.86	288.84	60.34	-	8.90	69.35	35.13	-
53		-	-	-	-	-	-	-	-	-	-
54		-	-	-	-	-	-	-	-	-	-
55		-	-	-	-	-	-	-	-	-	-
56	39,399.52	3,389.92	22,098.76	30,000.34	5,399.77	16,110.26	10,385.10	(618.25)	156.32	5,103.31	37,551.70
57	1,641.26	1,373.52	4,358.74	1,574.93	309.40	1,188.15	4,012.82	7,305.19	4,422.29	1,723.53	(4,388.15)
58		-	-	-	-	-	-	-	-	-	-
59	6,267.48	12,603.94	14,937.41	10,312.34	7,813.02	16,380.60	14,549.77	2,007.26	4,737.58	5,367.12	6,124.56
60	50,737.86	70,283.91	59,703.09	35,891.05	10,423.52	51,394.24	53,076.96	29,172.41	73,943.76	54,423.97	(22,160.77)
61		-	-	-	-	-	-	-	-	-	-
62		-	-	-	-	-	-	-	-	-	-
63	81,302.26	131,941.11	159,414.08	151,097.34	(177,525.82)	207,096.91	122,933.93	70,127.45	71,607.23	207,146.99	(75,218.30)
64		-	-	-	-	-	-	-	-	-	-
65		0.03	-	-	-	-	-	-	-	-	-
66	91,695.81	90,115.15	126,129.56	135,703.10	99,125.35	155,431.82	203,463.58	168,692.22	51,389.09	128,655.22	(29,105.09)
67	289,566.82	326,233.39	431,244.26	353,249.51	(34,452.05)	479,987.55	414,136.70	291,862.89	219,773.38	421,941.14	(82,772.57)
68		-	-	-	-	-	-	-	-	-	-
69	1,114,910.75	1,163,554.62	1,234,097.60	1,097,287.67	898,353.76	1,315,208.07	1,227,928.63	1,110,793.93	1,034,367.08	1,225,996.26	699,881.53
70		-	-	-	-	-	-	-	-	-	-
71		-	-	-	-	-	-	-	-	-	-
72	66,361.91	(37,919.53)	170,463.35	47,807.91	47,528.91	47,528.91	91,233.91	91,233.91	91,818.91	116,165.75	116,165.75
73		-	-	-	-	-	-	-	-	-	-
74		-	-	-	-	-	-	-	-	-	-
75		-	-	-	-	-	-	-	-	-	-
76	66,361.91	(37,919.53)	170,463.35	47,807.91	47,528.91	47,528.91	91,233.91	91,233.91	91,818.91	116,165.75	116,165.75
77	1,181,272.66	1,125,635.09	1,404,560.95	1,145,095.58	945,882.67	1,362,736.98	1,319,162.54	1,202,027.84	1,126,185.99	1,342,162.01	816,047.28

	L	M	N	O	P	Q	R	S
51	7,531.60	6,503.41	632.51%	Legal and Professional	108,718.51	150,000.00	(41,281.49)	-27.52%
52	32.09	32.09	0.00%	Licenses and Taxes	7,699.31	-	7,699.31	0.00%
53	-	-	0.00%	Life Co Claims and Commissions	-	-	-	0.00%
54	-	-	0.00%	Minority Interest RAMCO	-	-	-	0.00%
55	-	-	0.00%	Other Real Estate Expense	358.11	-	358.11	0.00%
56	4,621.70	(32,930.00)	-87.69%	Outside Services	173,600.45	-	173,600.45	0.00%
57	2,687.29	7,075.44	-161.24%	Postage and Freight	26,208.97	-	26,208.97	0.00%
58	-	-	0.00%	Security Services	-	-	-	0.00%
59	43,881.73	37,757.17	616.49%	Stationery & Supplies	144,982.81	-	63,532.81	78.00%
60	21,242.17	43,402.94	-195.85%	Telephone Service	488,132.17	-	454,132.17	1335.68%
61	-	-	0.00%	Tellers' Differences	-	-	-	0.00%
62	-	-	0.00%	Tickers and Quotes	-	-	-	0.00%
63	(103,034.23)	(27,815.93)	36.98%	Travel & Business Development	848,888.95	-	736,888.95	669.90%
64	-	-	0.00%	Federal Reserve Bank Fees	-	-	-	0.00%
65	13,240.00	13,240.00	0.00%	Misc. Losses Net of Recoveries	13,240.03	-	13,240.03	0.00%
66	607,073.56	636,178.65	-2185.80%	Miscellaneous Expense	1,828,369.37	-	(2,545,188.63)	-58.19%
67	621,231.49	704,004.06	-850.53%	Other Operating Expenses	3,732,002.51	-	(1,048,005.49)	-21.92%
68	-	-	-	-	-	-	-	-
69	1,419,068.20	719,186.67	102.76%	Non-Int Exp Less Affil Svs Fees	13,541,448.10	15,502,743.84	(1,961,295.74)	-12.65%
70	-	-	-	-	-	-	-	-
71	-	-	0.00%	Affiliate Operations Charges	-	-	-	0.00%
72	116,165.75	-	0.00%	Affiliate Computer Service Fees	964,555.44	-	964,555.44	0.00%
73	-	-	0.00%	Other Affiliate Service Fees	-	-	-	0.00%
74	-	-	0.00%	Corporate Service Allocation	-	-	-	0.00%
75	-	-	0.00%	Affiliate Service Fees - Elimination	-	-	-	0.00%
76	116,165.75	-	0.00%	Affiliate Service Fees	964,555.44	-	964,555.44	0.00%
77	1,535,233.95	719,186.67	88.13%	Non-Interest Expense	14,506,003.54	15,502,743.84	(996,740.30)	-6.43%

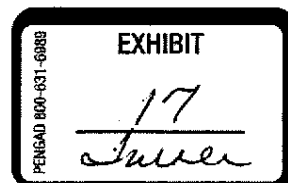
02/17/07
11:16:23 AMREGIONS UNIVERSITY
Student Count by StateSTUL11
Page 1

Enrolled Students from Regular Fall 2006 through Regular Spring 2007

--	2
AE	5
AK	3
AL	240
AP	5
AR	26
AZ	10
CA	25
CO	9
CT	6
DC	1
DE	2
FL	35
GA	73
HI	2
IA	2
ID	5
IL	9
IN	9
KS	1
KY	7
LA	13
MD	17
ME	4
MI	14
MO	7
MS	37
MT	4
NC	24
NE	2
NJ	3
NM	6
NV	5
NY	16
OH	20
OK	15
OR	5
PA	10
PR	1
RI	1
SC	11
SD	2
TN	44
TX	75
UT	4
VA	33
VT	1
WA	12
WI	5
WV	6
WY	1

=====
Total: 875

RU 1908



Board of Regents Meeting

Southern Christian University

Fiscal Year July 1, 2005 to June 30, 2006

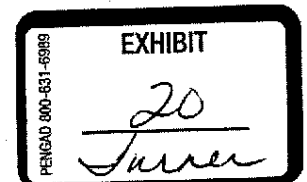
Date of Meeting: September 26, 2005

A Call to Order:

- Chairman Roger Dill called the meeting to order.
- Chairman Roger Dill led a special prayer for the Hugh Wyatt family in the loss of Jean
- Roll Call—those in attendance:
Roger Dill, Dan Myers, Martin Anderson, Byron Benson, S.G. Gray, Don Pate, Jesse Russell, Bobby Terrell, E. J. Turner, Rex Turner, Jr., Hugh Wyatt
- A quorum was present for the meeting.
- Anita Crosby read the minutes for the secretary Brother Dan Myers for the spring May 27, 2005 meeting. The minutes were approved by the regents as read.

Anita Crosby, chief accountant, presented the following:

- Fiscal Year 2005 Audited Financial Statements
- Fall enrollment growth reports.



President Turner Gave An Overview of the University:

- President Turner reported on the evolution of the university. He discussed the following:
 - Our distance learning program began in 1993 through the use of video

- 1999—SCU was selected as one of fifteen initial participants in the Distance Education Demonstration Program by the United States Department of Education
- Progress on our 185 acres
- President Turner discussed enrollment trends and rationale for considering a name change
 - Needed to increase enrollment in areas such as business in order to support our degrees in the Turner School of Theology:
 - Discussion concerning offering courses online in China. The Chinese Embassy would not grant permission because we had “Christian” in our name
 - The name “Christian” does not serve our business degrees well. We have two and a half years remaining on our Title III grant—after that the salaries that are currently being paid out of the grant will be paid out of our operating budget
 - There is a possibility of beginning an online law school in California. This would be approved through an exemption in the law
 - President Turner discussed the feasibility of changing our name to Masters University within Southern Christian University. The Turner School of Theology would continue to exist as a school within the university. We would not change our mission.
 - This highlights our need—we need a for-profit type name that is a broad name. This would bring in students that would help fund the degrees in the Turner School of Theology
- President Turner assured the Board that he was totally committed to the PhD in Biblical Studies—a name change would help make the PhD in Biblical Studies a success. He reported that he has discussed the possibility of a name change with the PhD in Biblical Studies faculty. President Turner reminded the Board of his stand on baptism being essential for salvation. He believes that if we just teach the Bible, the rest will take care of itself.
- President Turner updated the Board on new computer programs Southern Christian University is purchasing for Student Information Systems. We will be writing a check for \$260,000 to SCT for computer programs this week. We are purchasing PowerCampus (Microsoft-based), PowerFAIDS for Financial Aid and Great Plains for bookkeeping. It will also cost approximately \$250,000 for installation this year. In addition, there will be a \$55,000 per year charge for maintenance.

- Dr. White is currently working with recruiting
 - We will be making application in Arizona—thousands of students are leaving Arizona to go to faith-based universities
 - We are considering a fundraiser from York College who has done an excellent job in raising money
 - Dr. Alford is working on a substantive change for an Associate of Arts degree
 - We are considering offering a PhD in Business Leadership
- President Turner presented the University's Mission Statement, Goals, and Purposes
- President Turner presented the University Master Plan

Board of Regent Comments:

- Beau Greer indicated that he favored a name change. He understood that there were limitations with our current name. If we could broaden our non-Biblical programs, this will help us to broaden our Biblical programs. We need to consider what will be the future of this institution if we do not change our name
- S.G. Gray stated that he felt that Southern Christian University was limiting
- President Turner reported that no official action is to be taken by the Board at this time—he is just making them aware that we need to consider a name change in the near future
- Beau Greer reported on the mining
- Martin Anderson stated that we should consider James Watkins as a Board Member—it was discussed that the Board Policy must be followed
- Hugh Wyatt expressed his appreciation for the outpouring of love for Jean and the family from the Board members.

Board of Regents Discussed, Reviewed and/or Approved the Following:

- Minutes from the May 27, 2005 Board of Regents meeting
- Audited SCU Financial Statements July 1, 2004 to June 30, 2005
- SCU's Mission Statement Goals, and Purposes
- Southern Christian University Master Plan

Board Meeting

December 16, 2005

Friday 2pm

In Attendance:

Dan Myers

Bobby Terrell

Jesse Russell

Raymond Elliott

Roger Dill

Don Pate

E.J. Turner

Byron Benson

Beau Greer

Rex Turner

By Conference phone:

Martin Anderson

Hugh Wyatt

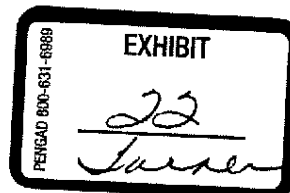
Donnie Turner

Carl Barker

S.G. Gray

Discussion

There was a lengthy discussion of the feasibility, need, and rationale for changing the name of Southern Christian University. Some of the reasons cited were: (1) A lot of colleges and universities have South or Southern in their name; (2) We have South University which is a local



University which causes confusion; (3) SCU is planning to go to Arizona and Nevada and the Southern Christian University name will not work well in that region; and (4) We have run into problems with such countries as China and Russia with *Christian* in our name—we wanted to teach business courses in China.

The Board of Regents also cited that they understood the need, but felt that some might not like taking “Christian” out of the name. An observation was, however, made that several of our Christian universities have already done so—such as David Lipscomb University and Freed Hardeman University.

Some of the Regents felt that *Turner University* should be considered, but it was noted that some might think that it was named after Ted Turner rather than the founders Rex and Opal Turner. *Masters University* had been mentioned as the name, and after much discussion it was ultimately recognized by the majority as being the best name presented—knowing that this is not an easy decision!

After three hours of discussion Beau Greer made a motion as follows: “That the Board of Regents on this day has formally given approval to the president of Southern Christian University to proceed with getting the *Masters University* name officially registered, and that when this is accomplished the Board of Regents will reconvene to make a final decision to rename the institution to *Masters University*.” Raymond Elliot seconded the motion and all

g to

favorably, except E.J. Turner. The motion was
red.

(4)

na

he

in"

that

e so—

nan

d be

it it

Rex

oned

ely

otion

as

ers

his is

make

d all

RU 118

RU 119

RESOLUTION

WHEREAS, Southern Christian University, Inc., has for some years operated under the name Southern Christian University; and,

WHEREAS, it is important that Southern Christian University increase its attractiveness to potential students, not just regionally, but also nationally and internationally, and thereby maximize educational opportunities and achievements; and,

WHEREAS, changing the institution's name will also assist the University in projecting itself as a nationally recognized university of prominence;

NOW THEREFORE BE IT RESOLVED THAT Southern Christian University, Inc. does hereby resolve that the name of the University is changed to "Masters University, Inc.";

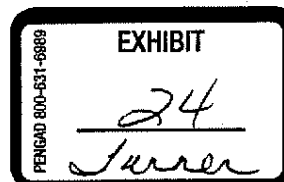
BE IS FURTHER RESOLVED THAT this name change shall become effective on or before December 31, 2006, as determined by the President and evidenced by the President's letter to the Chairperson of the Board, to be recorded in the minutes of the Board meeting next occurring thereafter;

BE IT FURTHER RESOLVED THAT President Rex Turner, Jr. is hereby authorized to, acting on behalf of the Corporation and its Board, cause the proper State and County authorities to be notified of this name change, register (with or without the additional signature(s) of Board officers) the new name with the appropriate governmental officials and offices, protect the University's use of the new name from infringement and use by others, and take such other action he deems appropriate and consistent with the University's best interests; and,

BE IT FUTHER RESOLVED THAT President Turner is also hereby authorized to, for a period of one year after the name change becomes effective, take such action as he deems necessary or proper in order to effectuate a smooth transition in the use of University names, including but not limited to the use of either or both names in ongoing agreements, registrations, or otherwise.

DONE this the 17th day of MARCH, 2006.

IN WITNESS WHEREOF, the Chairman and Secretary of the Southern Christian University, Inc. Board of Trustees, as well as the President of Southern Christian University, Inc., have signed their names below as confirmation that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on this the 17th day of, MARCH, 2006.



ROGER DILL
Roger Dill, As Chairman,
 Board of Trustees of
 Southern Christian University, Inc.

STATE OF ALABAMA
 MONTGOMERY COUNTY }

Before me, Eddie Vance, a Notary Public in and for the State of Alabama, personally appeared Roger Dill, who being by me first duly sworn, states that he is over nineteen years of age, that he is a member of the Southern Christian University, Inc. Board of Trustees, that he is the duly elected Chairman of said Board of Trustees, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

This the 17th day of March, 2006.

(SEAL)

Eddie Vance
 Notary Public
 My Commission Expires: 1-10-07

DAN MYERS
Dan Myers, As Secretary,
 Board of Trustees of
 Southern Christian University, Inc.

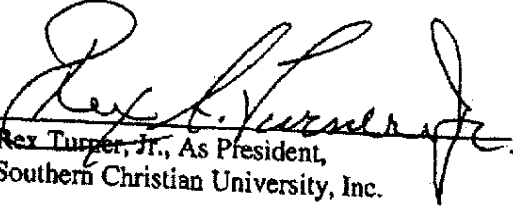
STATE OF ALABAMA
 MONTGOMERY COUNTY }

Before me, Eddie Vance, a Notary Public in and for the State of Alabama, personally appeared Dan Myers, who being by me first duly sworn, states that he is over nineteen years of age, that he is a member of the Southern Christian University, Inc. Board of Trustees, that he is the duly elected Secretary of said Board of Trustees, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

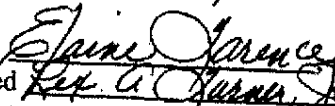

This the 17th day of March, 2006.

(SEAL)

Eddie Vance
 Notary Public
 My Commission Expires: 1-10-07

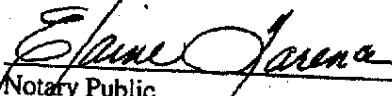

Rex Turner, Jr., As President,
Southern Christian University, Inc.

STATE OF ALABAMA
MONTGOMERY COUNTY

Before me,  a Notary Public in and for the State of Alabama, personally appeared , who being by me first duly sworn, states that he is over nineteen years of age, that he is the President of Southern Christian University, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

This the 17th day of March, 2006.

(SEAL)


Notary Public
My Commission Expires: 1-10-07

Rex Turner

From: Jim Shlesinger [jim@sagllp.com]

Sent: Thursday, July 27, 2006 9:59 AM

To: Rex Turner

Subject: Service Mark searches--TURNER UNIVERSITY, REX UNIVERSITY and REGIONS UNIVERSITY

Dear Dr. Turner:

Pursuant to your request, we conducted searches of the United States Patent and Trademark Office (USPTO) records in an effort to determine registrability of each of the above identified marks, for use in association with educational services at the post-secondary level. The searches were performed on our about July 26, 2006, and at the time the searches were conducted, the USPTO records were current through July 12, 2006.

A full report, including copies of the references developed will be mailed to you. Please be advised as follows:

TURNER UNIVERSITY

The references developed include multiple registrations issued to companies associated with Ted Turner for a wide range of products and services, including TURNER, for television programming; TURNER LEARNING, for the production of educational programs designed for school use; TURNER SOUTH, for entertainment and education services; and an expired mark, TURNER ADVENTURE LEARNING, for education and entertainment.

Based on the results, there exists the possibility that the USPTO may refuse registration of your proposed mark on grounds of a likelihood of confusion as to sponsorship or affiliation with one or more of the marks noted above. While there are good arguments which may be presented in favor of the registrability of your proposed mark, there remains some doubt concerning the ability to register TURNER UNIVERSITY, for educational services in light of the registrations developed.

REX UNIVERSITY

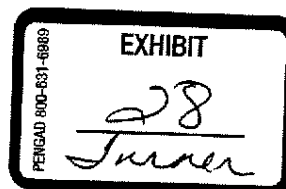
Our search did not find any conflicting marks. The closest registration developed is the mark, REX READER, for educational services, namely, providing elementary level reading activities. We believe we can distinguish this mark from your proposed mark. Accordingly, the mark, REX UNIVERSITY, appears to be registrable at this time.

REGIONS UNIVERSITY

The search developed variations of the term "regions" for various educational services. These include the following:

1. REGION 4 EDUCATED SOLUTIONS—for conducting educational training for educators at primary and secondary level schools;
2. REGIONAL CONNECTS—for conducting events for career development services for executive women in the food service industry;
3. NORTH CENTRAL REGIONAL EDUCATIONAL LABORATORY—for education services;
4. REGIONAL LEADERSHIP INSTITUTE—for providing classes, seminars, etc in the field of leadership;
5. REGIS UNIVERSITY—educational services (university level);
6. REGENT UNIVERSITY—educational services (university level);

7/27/2006



RU 178

7. REGAL UNIVERSITY—educational services (university level); and

8. REGENTS OF THE UNIVERSITY OF MINNESOTA—educational services (university level).

The records suggest that your proposed mark is registerable. The term "region" is used in a geographic context in the first four marks listed above, suggesting weakness in the strength of these marks. The remaining marks evidence weakness in marks which are otherwise different in spelling, pronunciation, or meaning.

The sophistication of the consumer or user of higher educational services reduces the likelihood that confusion would result from the concurrent use of the marks in question. Based on the results of the search, we are of the opinion that the mark, REGIONS UNIVERSITY, is registerable for educational services, namely, providing instruction at the university level.

In conclusion, the marks, REX UNIVERSITY, and REGIONS UNIVERSITY, appear to be registrable. Please consider filing applications for one or both of these marks at this time.

Very Truly Yours,

James E. Shlesinger
Shlesinger, Arkwright & Garvey LLP
1420 King Street, Suite 600
Alexandria, VA 22314
703-684-5600 phone
703-836-5288 fax
jim@sagllp.com

Warning: The information contained in this transmission is privileged and confidential and intended only for the use of the individual or entity to whom it is addressed. If you are not the intended recipient, you are hereby notified that any distribution, copying, disclosure or taking of any action in reliance on the contents of this transmission is strictly prohibited and review by any individual other than the intended recipient shall not constitute waiver of privilege. If you have received this transmission in error, please notify us immediately and delete the original transmission.

7/27/2006

RU 179



BELLSOUTH

The Real Yellow Pages®



Maxwell-Gunter
Air Force Base

Montgomery

Do Not Discard Before
May 2007

Visit us
online at
YELLOWPAGES.COM™

PENGAD 800-031-6969

EXHIBIT

29

Traver

Information

Attorneys

Automobile

Physicians &
Surgeons

Restaurants/
Menus

Coupons

Including Ft. Deposit, Millbrook, Prattville &
Wetumpka

Includes customer listings for all
local telecommunications companies.



©2006 BellSouth Advertising
& Publishing Corp.
100% Recyclable

Ralph Smith Motors Of Montgomery Inc.

427 E Jefferson St 36104 263-1123
 427 E Jefferson St 36104 263-1347
 427 E Jefferson St 36104 262-7538
 306 N Decatur St 36104 834-4291
 3130 Wetumpka Hwy 36110 272-3884
 3130 Wetumpka Hwy Montgomery 36110 272-4004

Used Auto Parts-

3130 Wetumpka Hwy 36110 277-3804
 3130 Wetumpka Hwy 36110 277-3832

Ram Air Conditioning & Heating

3643 Pleasant Ridge Rd 272-8998
Ram Computers Montgomery 398-2108
Ram Enterprises 1519 E Ann St 36107 834-6789
Ram Technologies 1519 E Ann St 36107 834-6787
Ram Tool & Supply 541 Oliver Rd 270-8665
Ramada Inn Airport 1100 W South Blvd 281-1660
Ramada Inn East-

1355 Eastern Blvd Montgomery 36117 277-2200
 Fax Line 1355 Eastern Blvd 36117 270-3338

Ramada Inn Southwest

3951 Norman Bridge Rd 36105 288-1120
Ramada Limited

1040 W South Blvd Montgomery 36105 286-8399
Ramada Limited

1040 W South Blvd Montgomery 36105 286-8435

RAMBO AIR CONDITIONING & HEATING

Rambo D Keith 4581 Landward Dr 36054 285-1455
 Ramirez Melba Elaine 285-4318

5065 Virginia Loop Rd 36116 284-1865
Rampy Construction 1318 Pike Rd Pk Rd 36064 551-1234

Ramsey T Patrick CPA

8230 Old Federal Rd Mont 36117 213-0504

Randall Frank C Dr phys-

Ofc 1722 Pine St 36106 262-1647

If No Answer 293-8000

Res 3632 Lancaster Ln 36106 277-1579

Randall's 7758 Atlanta Hwy Montgomery 36117 277-4247

Randolph Wayne R est apprsr

2762 Biltmore Av Montgomery 36109 272-4050

Randy B Blake Attorney at Law

4758 Woodmere Blvd Mont 36106 262-6676

RAPE ASSISTANCE-COUNCIL AGAINST RAPE

24 Hours A Day 7 Days A Week
 1231 Perry Hill Rd Montgomery 36109 213-1227

Rapid Bail Bonds 1101 Jackson Trace Rd 567-7003

Rapture Church The clgi 13 S Hopper St 36107 263-4001

Rash Robert atty 300 Water St Montgomery 36104 265-0535

Ratcliffe Thomas A PhD CPA

3815 Interstate Ct 36109 271-2200

Rave 2715 Montgomery Mall 36116 288-8452

Rave Motion Pictures 7925 Vaughn Rd Mont 244-1300

Rawlinson Electric Co 2781 Main St 36054 285-5739

Rawlinson Properties 609 S Hull St Mont 36104 263-7565

Ray Adrienne R OD 3447-F McGehee Rd Mont 613-6614

Ray Bonner Homebuilders

3511 Flowers Dr Mont 36109 260-0010

RAY BOONE JEWELER

7788 Atlanta Hwy Montgomery 36117 272-4300

Ray George David atty 600 Clay St 36104 264-0400

Ray JoAnne W PhD

8650 Minnie Brown Rd Montgomery 36117 834-2488

Raybon Insurance Agency

2143 Taylor Rd Mont 36117 272-9266

Rayborn William Morgan Atty Davis Rayborn

Herrington & Prescott LLC

8650 Minnie Brown Rd 36117 215-4449

Rayco serv sta eqpt

385 Gunn Rd Montgomery 36117 272-5524

Raycom Media 201 Monroe St 36104 206-1400

Raycom Program Ventures Inc

401 Adams Av Mont 36104 223-5230

Raymon Bill invstmnts

4650 Woodmere Blvd Mont 36106 271-1200

Raymond James Financial Services

4209 Carmichael Rd Mont 36106 481-1400

Raymond James Financial Services

8314 Crossland Loop Montgomery Al 36106 387-0094

Raymond James Financial Services Inc

118 E Bridge St Wetumpka 36092 514-8842

Rays Of Light Child Development Center

789 S Court St Montgomery 36104 269-6008

Ray's Pest Control Service

5315 Wares Ferry Rd Montgomery 36109 277-4933

Razick's Construction Co

4303 Wares Ferry Rd Montgomery 36109 396-1995

Razor Cuts 59 Federal Dr Montgomery 36107 269-2724

RE Garrison Transportation-Lakeside Division

2835 Pyramid Av Mont 36105 280-2876

Re Transportation 305 Interstate Park Dr 36109 271-2244

Ready Built Transmission

3300 Atlanta Hwy Montgomery 36109 270-7764

Ready Built Transmission

3300 Atlanta Hwy Montgomery 36109 279-7164

Ready Routes Inc

1847 Robison Hill Rd Montgomery 36106 395-7515

Ready Routes Inc

938 S Perry St 36104 263-5551

REAGAN BROTHERS AUTOMOTIVE SPECIALTIES-

Air Conditioning

Air Condition Specialist

938 S Perry St 36104 263-5551

Transmission Service 938 S Perry St 36104 263-5552

Computer Tuning 938 S Perry St 36104 263-5551

Hose Dep 938 S Perry St 36104 263-5552

Reagan Reporters LLC

4137 Carmichael Rd Montgomery 36106 262-7556

Real Clean 4024 Marquette Dr Montgomery 36109 279-1331

Real Estate Appraisals

436 Arrowleaf Ct Montgomery 36117 213-0154

REAL ESTATE APPRAISERS LLC

4732 Woodmere Blvd Mont 36106 277-5077

Real Estate & Business Broker

4152 Carmichael Rd Mont 36106 277-3280

Real Estate & Business Brokers

4152 Carmichael Rd Mont 36106 271-5800

Real Estate Closing Services

1430 I-85 Park Montgomery Al 36106 386-3828

Real Estate Financing 643 S Perry 36104 832-8805

Real Estate Financing Inc-

Main Office-

605 So Perry St 832-8701

For Departments Not Listed

605 So Perry 36104 832-8701

Income Property Loans 643 So Perry 36104 832-8756

Insurance 605 So Perry 36104 832-8944

Residential-Loan Officer 605 So Perry 36104 832-8805

REAL ESTATE FUNDING CORP

www.refmortgage.com

8421 Crossland Loop 36117 215-6789

REAL YELLOW PAGES

See BellSouth The Real Yellow Pages

REALPAGES.COM

See BellSouth The Real Yellow Pages

Realty Action Inc

4144 Carmichael Rd Montgomery 36106 244-9100

REALVEST APPRAISAL SERVICES

6031 Perimeter Place Mont 36116 277-7325

Reaves Contracting Inc

702 Green Ridge Rd Mont 36109 356-8167

Reaves Contracting Inc

Reaves Randolph P PC 272-8194

200 S Lawrence St Montgomery 36104 834-5345

Rebecca's Designs 620 Oliver Rd Mont 244-0394

Rebel Electronics 3401 Industrial Dr 36108 832-4444

REBEL PEST CONTROL

1575 Rex St 36107 265-1831

1575 Rex St 36107 263-2723

Rebirth Christian Ministries

321 W Fleming Rd Montgomery 36105 281-0910

Rebuilding Together With Christmas In April

123 Julia St 36104 262-9969

Rebuilt Auto 621 Air Base Blvd Montgomery 36108 241-0836

Rech Joe atty 265-5200

Records Retention Services Inc

560 Arba St 36104 263-3500

Recovery Systems International

275 Hobbie Rd Montgomery 288-8585

RECYCLE SERVICE CORPORATION

111 S Eastdale Rd Montgomery 36117 272-6225

RED BAZZELL & SON AUTO BODY & PAINT SHOP

511 N Eastern Blvd 271-0311

Red Bear Meat Store 3215 Day St 36108 269-3237

Red Bluff Cottage Bed And Breakfast

551 Clay St 36104 264-0056

Red Eagle Pest Control 220-5441

Red Lion Apartments

4726 Narrow Lane Rd 36116 281-2226

Red Lobster Restaurants 300 Eastdale Cir 36117 277-0780

Red Star Tavern

7078 Eastchase Pkwy Montgomery 36117 395-6665

Red Wing Shoe Store

5350 Atlanta Hwy Montgomery 36109 272-4499

Redd Eloise 4180 Carmichael Rd 277-9100

Redd Pest Control 244-7771

REDD RALPH DR phys

2055 E South Blvd 36116 284-65

Redd Susanne 6530 Kobe Ct 36117 272-11

Reddi Tax Service

2821 Lower Wetumpka Rd Montgomery 36110 263-71

Redick Charlene 272-71

Reding Curtis C ofc 166 Commerce St 36104 262-83

Redland Mini Storage

266 Sundown Rd Wetumpka 36093 567-19

Red's Little Schoolhouse Grady 584-79

REED EDWARD W MD phys

2024 Chestnut St 36106 265-354

Reed Joe M atty

524 S Union St Montgomery 36104 834-20

Reed Stacy L Attorney At Law 441 High St 36104 265-501

Reed Tew & Associates Attorney At Law

441 High St 36104 265-501

Reedy's Meat & Grocery

1500 Highland Av Montgomery 36104 262-444

REESE HOWELL INC

101 Meriwether Rd Pike Road 36064 286-042

Reese James Rl est 844 S Court St 36104 264-545

Res 2912 Ravenwood Dr 281-926

Reese Realty-

Ofc 844 S Court St 36104 264-545

Reese's Grocery

3088 Gaston Av Montgomery 36105 263-130

Reeves Michael L Dr phys 293-8001

Reeves Trucking LLC

3058 Birmingham Hwy Montgomery 36108 262-5141

Reflections Barber Shop

1400 Carter Hill Rd Montgomery 36106 265-8821

Reflections Beauty Shop

1400 Carter Hill Rd 36106 265-8825

Reflections Car Wash Inc

3621 Malcolm Dr Montgomery 272-4667

Regal Auto Wash

2245 E South Blvd Montgomery 36116 286-9667

Regal Nail 3801 Eastern Blvd 36116 286-0330

Regency Inn 1771 Dickinson Dr 36109 260-0444

Regency Worldwide Partners

2 N Jackson St Montgomery 36104 264-3014

Regional Biomedical

1240 County Line Rd Deatsville 285-7524

Regional Biomedical Laboratory

4490 Virginia Loop Rd 36116 281-6911

Regional Biomedical Laboratory

2048 W Fairview Av 36108 265-1140

Regional Development Center

6111 Perimeter Pkwy Montgomery 36116 286-8096

Regional Development Consultants

6366 Eastwood Glen Pl Montgomery 36117 279-7735

Regional Planning & Development Commission

125 Washington Av Montgomery 36104 262-4300

REGIONS BANK-

8 Commerce St

Toll Free-Dial '1' & Then 800 734-46

Continued From Last Page

REGIONS BANK

Branch Offices-	
Chisholm Office Motor Branch-	
2800 Lower Wetumpka Rd	
Toll Free-Dial '1' & Then	800 734-4667
Western Office Motor Branch-	
2906 Atlanta Hwy	
Toll Free-Dial '1' & Then	800 734-4667
Normandale Office-	
3720 Norman Bridge Rd	
Toll Free-Dial '1' & Then	800 734-4667
Western Office Motor Branch-	
3118 Mobile Hwy	
Toll Free-Dial '1' & Then	800 734-4667
Prattville Office-	
Autauga County Office-	
1901 Cobbs Ford Rd Prattville 36066	
Toll Free-Dial '1' & Then	800 734-4667
Prattville Motor Branch-	
744 East Main Street	
Toll Free-Dial '1' & Then	800 734-4667
Taylor Road Office-	
2381 Taylor Rd	
Toll Free-Dial '1' & Then	800 734-4667
Vaughn East Office-	
4750 Vaughn Rd	
Toll Free-Dial '1' & Then	800 734-4667
Village West Office-	
4585 Mobile Hwy	
Toll Free-Dial '1' & Then	800 734-4667
Wetumpka Office-	
5100 US Hwy 231	
Toll Free-Dial '1' & Then	800 734-4667
Retail Administration-	
8 Commerce 36104	832-8630
Regions Merchant Service	280-5251
Checking Account Information	832-8250
24-Hour Account Information	832-8900
Business Banking	832-8144
Commercial Business Development	832-8417
Commercial & Real Estate Loans	832-8184
Construction Loans	832-8184
Consumer Loans Collection	280-5347
Consumer Loan Information-Any Branch Office	832-8011
Is Balances And Account Information	833-1500
Corporate Banking	832-8850
Consumer Loans-	
Property Improvements & Consumer Mortgages	
Toll Free-Dial '1' & Then	800 734-4667
Individual Retirement Accounts	832-8043
Investments-Morgan Keegan	262-0100
Sales And Quality	832-8022
Private Banking	832-8344
Safe Deposit-	
8 Commerce St 36104	832-8030
Sales Finance Collections	
Toll Free-Dial '1' & Then	800 624-2415
Sales Financial Division	
Toll Free-Dial '1' & Then	800 624-2415
Trust Department-	
60 Commerce St 36104	230-6100
For Information Or Departments Not Listed	
Toll Free-Dial '1' & Then	800 734-4667

REGIONS FINANCIAL LEASING INC

817 S Court Street 36104	223-4500
Regions Mortgage-	
Montgomery-	
8301 Crossland Loop Montgomery 36117	213-1340
Millbrook-	
3940 Highway 14 36054	285-0250
Prattville-	
1901 Cobbs Ford Rd 36066	361-2838
Wetumpka-	
5100 US Highway 231 36092	567-4713
Customer Service	223-3844
Regis Atlantic 5400 Perimeter Pkwy Ct Mont	280-2712
Regis Salon-	
Eastdale Mall	271-0222
Montgomery Mail	281-8434
Registrar Of The Alabama/West Florida Conference	
United Methodist Church Jackson Hall 36752	833-4090
Registar USA-	
Fax Line 2575 Container Dr Montgomery 36109	244-1901
Registar USA Inc	
2575 Container Dr Montgomery 36109	244-1885
Rehab Associates	
4124 Carmichael Ct Montgomery 36106	244-4098
Rehab Associates	
207 Interstate Park Dr Montgomery 36109	272-8255
Rehab Associates Inc	
1329 Mulberry St Montgomery 36106	240-0018

Rehab Associates LLC-

Corporate Office 207 Interstate Park Dr	272-9980
Central Billing	271-1088
Industrial Rehab 1801 Pine St 36106	262-6009
Occupational Therapy 1801 Pine St 36106	834-9901
Physical Therapy 1801 Pine St 36106	262-6161
Physical Therapy 464 St Lukes Dr	244-6699
RehabFirst 520 S Hull St	834-2920
Rehabilitation Services Alabama Department of	
2129 E South Blvd 36116	281-8780
Rehobeth Missionary Church	
Hickory Grove Rd Letohatchee	288-0811
Reid Bruce S 419 S Perry St Montgomery 36104	263-7812
Reid Glenn A 7178 Wyngrove Dr 36117	270-2047
Reid And K Water Associates	
600 S Court St 36104	262-3223
REID & O'DONAHUE ADVERTISING	
INC 419 S Perry St Montgomery 36104	263-7812
Reifenberg Edward G CPA	
3815 Interstate Ct 36109	271-2200
Res 2134 Vaughn Ln 36106	277-3402
Reilly Kevin Custom Designs 441 Clay St 36104	265-7151
Reilly Kevin Custom Designs	
369 S Hopper St 36107	269-2691
Reinhardt 5648 Dalphon Rd Montgomery 36117	279-5231
Reinhardt Body Shop	
720 Eastern Blvd Montgomery 36117	213-1216
Reinhardt Lexus	
720 Eastern Blvd Montgomery 36117	270-0605
Reinhardt Motors	
720 Eastern Blvd Montgomery 36117	272-7147
Reinhardt Motors Prattville	
2156 Cobbs Ford Rd Prattville 36066	290-0080
Reinhardt Scion	
720 Eastern Blvd Montgomery 36117	386-2866
Reinhardt Toyota	
720 Eastern Blvd Montgomery 36117	272-7147
Reisner Mitchell reprtr 1 Church St Mont	265-2500
RELAX INN 4130 Birmingham Hwy 36108	263-6911
Reli 4137 Carmichael Rd 36106	272-8491
Reli Title & Closing Professionals	
5300 Oaktree Rd 36054	290-1330
Reliable Communications And Data	
436-A Hackel Dr	244-2999
Reliable Lawn Care	
Relief Massage 7020 Sydney Curve Mont 36117	213-3233
Relief Pest Control	399-3057
Relief Valve Svc Inc 2457 Wall St Millbrook 36054	277-5557
Relocation Services Of Montgomery	
2743 Office Park Cir	285-4147
	396-7844

RE/MAX OF MONTGOMERY

4240 CARMICHAEL CT N 36106	244-2400
Remax Properties Millbrook	285-0303

RE/MAX PROPERTIES

699 Summit Pkwy Prattville 36066	361-9300
----------------------------------	----------

Remco	270-8881
Remington Rand Systems	

RENAL ASSOCIATES OF MONTGOMERY PC-

See Business Systems & Consultants Inc	
4760 WOODMERE BLVD 36106	288-0814
Renascence Inc 215 Clayton St Montgomery 36104	832-1402
Renew Corporation 3500 Eastern Blvd	271-0771
Renew Corporation 3500 Eastern Blvd	271-1068
Renfro Guy J PhD 1520 Mulberry St 36106	269-1106
Renovations Unlimited LLC	
1825 Hillwood Dr 36106	409-0364
RENT A WRECK 1614 Bell St 36104	265-2018
Rent-A-Center-	
2264 Mt Meigs Rd Montgomery 36107	834-1241
864 W Fairview Av 36108	269-2555
Rent-A-Center	
2869 E South Blvd Montgomery 36116	281-8180
Rent-A-Center	
2422 E South Blvd Montgomery 36116	281-3001
Rental Service	
700 Enterprise Ct Montgomery 36117	277-6401
Rentals-Brendle's 485 N Eastern Blvd 36117	279-7368
Rents Arrow 5600 Calmar Dr 36116	277-0460
Rentsmart	262-2827
RentWay-	
427 W Fairview Av 36105	834-2230
3036 Woodley Rd 36116	288-8900
Repeat Performance	
1530 Mulberry St Montgomery 36106	264-0496

REPRODUCTIVE HEALTH SVCS

811 S Perry St 36104	834-4988
Resa's 7004 Vaughn Rd Montgomery 36116	213-1112
Rescue Clean Inc	
930 Plantation Way Montgomery 36117	215-7750
Research Quality and Design Engineering LLC	467-9431
RESIDENCE GROUP SOUTH	
3453 Audobon Rd Mont 36752	834-8214
Residence Inn By Marriott 1200 Hilmar Ct 36117	270-3300
RESIDENTIAL MORTGAGE CORPORATION	
6845 Halcyon Park Dr 36117	270-9100
Resource Container Inc	
Toll Free-Dial '1' & Then	800 945-8483
Resource Management Solutions	
4210 Lomax St Montgomery 36106	244-9951
Respass Michael Antiques 1939 Ridge Av 36106	264-6288
Respite Care Foundation	
207 Montgomery St Montgomery 36104	262-3002
Restaurant Equipment Maintenance Corp	
995 Yeager Pkwy Pelham 35124	270-8881
Results LLC 2 N Jackson St Montgomery 36104	265-2075
Results LLC 2 N Jackson St Montgomery 36104	834-6667
Resurrection Catholic Church	
2815 Forbes Dr 36110	269-1770
RESURRECTION CATHOLIC MISSIONS-	
2815 Forbes Dr Montgomery 36110	263-4221
Resurrection Church 2815 Forbes Dr 36110	265-4568
Father Walter Memorial Child Care Center	
2815 Forbes Dr 36110	262-6421
Montgomery Addictions Counseling Services	
2815 Forbes Dr 36110	269-4742
Resurrection Life Center Assisted Living Facility	
1240 County Road 39 Deatsville 36752	263-0727
Resurrection Life Center Skilled Nursing Facility	
1240 County Road 39 Deatsville 36752	263-0618
Resurrection Catholic School-	
Early Child Care Center 2815 Forbes Dr 36110	265-4615
Resurrection Life Center	
1240 County Road 39 Deatsville 36752	263-0618
Resurrection Life Center	
1240 County Road 39 Deatsville 36752	263-0727
Resurrection Missionary Baptist Church	
2468 Hickman St 36108	261-4205
Retail Wholesale Department Store Union Local 105	
33 E South St 36104	262-3274
Retco Glass Inc 573 George Todd Dr 36117	244-1984
Retina Specialists of Alabama in Montgomery LLC	
2055 Normandie Dr 36111	263-0105
Retina & Vitreous Associates Of Alabama PC	
2055 Normandie Dr 36111	263-0105
Retired Senior Volunteer Program	
115 E Jefferson St 36104	265-9204
Reuben Eva MD 2055 Normandie Dr 36111	288-4624
Revam Of Alabama	
100 N Union St Montgomery 36104	265-7711
Revco Drug Stores/Pharmacies	
	See CVS
Revelation Baptist Church-	
810 Goode St 36104	263-4100
Pastor's Office 810 Goode St Mont 36104	263-5980
Revenge 2941 Montgomery Mall 36116	281-8460
Revere Fund Raising Co 5748 Carmichael Pkwy	273-4685
Rex T V & Stereo 3990 Eastern Blvd	281-0068
Rexel Southern 1141 Holloway Pk 36117	270-9473
Reynolds Carpet Care Montgomery	279-8046
Reynolds Carpet Care	
515 N Maryland St Montgomery 36107	834-9878
Reynolds John D 5208 Lower Wetumpka Rd 36110	263-6199
Reynolds Reynolds & Duncan LLC	
402 S Perry St Montgomery 36104	832-9553
Reynolds Robert D atty	
205 Montgomery St Montgomery Al 36104	832-9553
Reynolds Sarah L 475 S Hull St 36104	834-7720
Rheem 101 Bell Rd Montgomery 36117	272-0265
Rheem Mfg	
2754 W Gunter Park Dr Montgomery 36109	213-0887
Rheem Manufacturing Co 101 Bell Rd 36117	213-3800
Rheem Manufacturing Company	
2600 Gunter Park Dr E 36109	213-3700
Rheem Mfg Co 2604 E Gunter Park Dr Mont	409-0873
Rheum 500 Arba St Mont 36104	264-9644
Rheumatology Arthritis & Osteo	
500 Arba St Mont 36104	396-8602
Rheumatology Arthritis & Osteoporosis Center	
500 Arba St Mont 36104	269-2292
Rhino Lawn & Landscape	
207-1333	
Rhino Video Games	
3789 Eastern Blvd Mont 36116	270-1226
Rho Frank K Dr 1760 Platt Pl Montgomery 36117	409-9490

RESOLUTION

WHEREAS, Southern Christian University, Inc., has for some years operated under the name Southern Christian University; and,

WHEREAS, it is important that Southern Christian University increase its attractiveness to potential students, not just regionally, but also nationally and internationally, and thereby maximize educational opportunities and achievements; and,

WHEREAS, changing the institution's name will also assist the University in projecting itself as a nationally recognized university of prominence;

NOW THEREFORE BE IT RESOLVED THAT Southern Christian University, Inc. does hereby resolve that the name of the University is changed to "Regions University, Inc.";

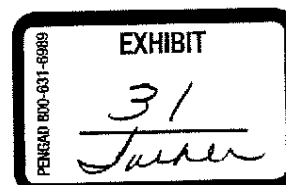
BE IS FURTHER RESOLVED THAT this name change shall become effective on or before December 31, 2006, as determined by the President and evidenced by the President's letter to the Chairperson of the Board, to be recorded in the minutes of the Board meeting next occurring thereafter;

BE IT FURTHER RESOLVED THAT President Rex A. Turner, Jr. is hereby authorized to, acting on behalf of the Corporation and its Board, cause the proper State and County authorities to be notified of this name change, register (with or without the additional signature(s) of Board officers) the new name with the appropriate governmental officials and offices, protect the University's use of the new name from infringement and use by others, and take such other action he deems appropriate and consistent with the University's best interests; and,

BE IT FURTHER RESOLVED THAT President Turner is also hereby authorized to, for a period of one year after the name change becomes effective, take such action as he deems necessary or proper in order to effectuate a smooth transition in the use of University names, including but not limited to the use of either or both names in ongoing agreements, registrations, or otherwise.

DONE this the 28th day of July, 2006.

IN WITNESS WHEREOF, the Chairman and Secretary of the Southern Christian University, Inc. Board of Regents, as well as the President of Southern Christian University, Inc., have signed their names below as confirmation that, there being first assembled a quorum of the aforesaid Board of Regents members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Regents on this the 28th day of July, 2006.



Roger Will
ROGER WILL, As Chairman,
 Board of Regents of
 Southern Christian University, Inc.

STATE OF ALABAMA)
 MONTGOMERY COUNTY)

Before me, Elaine Jarance, a Notary Public in and for the State of Alabama, personally appeared Roger Will, who being by me first duly sworn, states that he is over nineteen years of age, that he is a member of the Southern Christian University, Inc. Board of Trustees, that he is the duly elected Chairman of said Board of Trustees, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

This the 28th day of July, 2006.

(SEAL)

Elaine Jarance
 Notary Public
 My Commission Expires: 1-10-07

Dan Myers
DAN MYERS, As Secretary,
 Board of Regents of
 Southern Christian University, Inc.

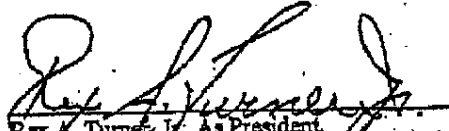
STATE OF ALABAMA)
 MONTGOMERY COUNTY)

Before me, Elaine Jarance, a Notary Public in and for the State of Alabama, personally appeared Dan Myers, who being by me first duly sworn, states that he is over nineteen years of age, that he is a member of the Southern Christian University, Inc. Board of Trustees, that he is the duly elected Secretary of said Board of Trustees, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

This the 28th day of July, 2006.

(SEAL)

Elaine Jarance
 Notary Public


Rex A. Turner, Jr., As President,
Southern Christian University, Inc.


My Commission Expires: 1-10-07

STATE OF ALABAMA)
MONTGOMERY COUNTY)

Before me, Elaine Vance, a Notary Public in and for the State of Alabama, personally appeared Rex A. Turner, Jr., who being by me first duly sworn, states that he is over nineteen years of age, that he is a the President of Southern Christian University, and that in said capacity he confirms that, there being first assembled a quorum of the aforesaid Board of Trustees members, the aforesaid Resolution was duly consented to, agreed upon, approved, and adopted by a majority of the voting members of said Board of Trustees on the above-stated date.

This the 28th day of July, 2006.

(SEAL)


Notary Public
My Commission Expires: 1-10-07

Emailed to
students
8-16-06

NAME CHANGE LETTER

On August 2, 2006, the Board of Regents of *Southern Christian University* changed the institution's name to **REGIONS UNIVERSITY**. They determined that this name would enhance the university's opportunities and would complement the purpose and vision of this university as it accelerates its educational and religious heritage of *Going into all the regions of the world*.

The vision of this university is to expand its operations throughout the United States and internationally. The university is licensed and operating in the State of Tennessee and is in the process of seeking licensure in Arizona, Nevada, South Carolina, and North Carolina. An online Bible teaching program is presently being implemented for the people of Italy in the Italian language, and similar strategies are now being considered for other foreign countries.

The name *Southern* has been restrictive due to its geographical and political restraints. The university's regions of influence and operation are minimized within the western and northern United States and internationally. In foreign countries, *Southern* poses unique naming problems. On many occasions our faculty experienced the limiting access of the name as they taught in the regions of the former Communist Russia.

As you may know, changing the name of an accredited university is thought provoking and monumental. A trademark attorney was retained to assist in this process and to help determine the trademark registrability of several potential university names. The Board of Regents used this critical information in its deliberations.

The board naturally reviewed naming the institution after its founders, Rex and Opel Turner. History records that several of our sister Christian institutions, such as: *Lipscomb University*, *Freed-Hardeman University*, and *Harding University* were most appreciative of their founders' biblical knowledge, example, and sacrifice, and as a result named their institutions after the founders. This board gave similar genuine consideration and appreciation for *Turner University*, but was diverted upon learning that Ted Turner's corporations posed trademark registration naming issues.

Regions University was also considered. The attorney's trademark search revealed: "we are of the opinion that the mark, *Regions University*, is registerable for educational services, namely, providing instruction at the university level." As well, a search for email domains positively disclosed the availability of www.regions.edu and www.regionsuniversity.edu.

One important consideration, with the board, was that this name reflects the founders' vision and goal of having a "school without walls" that could provide accredited quality academic and Christian education to all regions of the world. The founders spent a

RU 058



lifetime in service, traveling to all regions of the United States "To preach the gospel in all regions beyond you..." 2 Corinthians 10: 16. In appreciation for Rex and Opal Turner's lifetime service, you should know that in 1999 the board named one of the university schools *Turner School of Theology*.

The word *Regions* is used over seventy times in the Bible, and it corresponds to the institution's mission to go into all the regions of the world with the message of Christ. The university has 33 academic degree programs and annually enrolls over 1000 students who reside in all of the regions of the 50 United States. The university's expansion into the international global higher education markets will provide an open door opportunity in restrictive foreign countries, like China.

In light of all favorable information presented, the board approved renaming the institution to *Regions University* and authorized the creation of a new seal bearing an etched image of its founders and the new words *Regions University*. The board approached this decision with a united commitment to implement its institutional plans.

The university is entering its 40th year of operation and this name change does not alter its ownership, accreditation, institutional mission, or commitment for its *Positive Statement of Faith*. The fact that this institution is the first university among the fellowship of the Churches of Christ to offer an accredited Ph.D. degree in Biblical Studies speaks volumes about this institution's commitment to continue the founders' example of training laborers who make known the gospel of Christ in all regions of the world.

The purpose for which this university was founded will now have a better opportunity to expand into all regions of the world with the *Regions University* name. The university has the accreditation, the technology, the leadership, the faculty, the student body, and a well-built infrastructure to implement and accomplish this task!

Regions University has no debt and has valuable commercial property, a total of 195 acres, in two Alabama locations in Macon and Montgomery Counties on interstate I-85. To implement the vision before us, it will necessitate the cooperation, involvement and united support of the board, alumni, administration, staff, faculty, students, and friends.

Your interest in and support of *Southern Christian University* in the past is deeply appreciated, and your continued prayers and support of this university are respectfully solicited as we endeavor to maintain and expand its mission under the new banner, *Regions University*. Please, continue your moral and financial support for this important cause!

Sincerely Yours,

Rex A. Turner, Jr., Ed.D.
President

RU 059

Rex Turner

From: Dr. Wilson Luquire [luquirew@uah.edu]
Sent: Wednesday, August 09, 2006 3:59 PM
To: John White; Rex Turner
Cc: Jack Drost; Sarah Garrett; 'Lee Ann Nobles'; mooredp@email.uah.edu
Subject: Re: SCU Changing Names!

Dear Dr. White and Dr. Turner:

Thanks for the info. And good luck with Regions.

I am quite surprised at the total shock of such a massive change with no advance warning here for us as it regards our services and support. We will do what we can as soon as we can please.

We are up to our eyeballs in projects, issues, problems, staffing, and anything else that you could name. We are concerned about the quick date that you gave us as regards both the Website changes and particularly the student ID/format changes. We will, of course, work to help you as much and as soon as we can. But with our semester opening in less than 2 weeks here at UAH in addition to many other pressing matters, I am not certain how many more priorities I can put on top of the dozens of existing ones that I have already assigned! Good luck with Regions. Is this related to the Bank and if so may I applaud you with double congratulations!!!!!!

I wish us all well as we begin the term.
We will be in touch.

Wilson Luquire

At 03:37 PM 8/9/2006 -0500, David P. Moore wrote:

>John White just informed me that SCU is now Regions University. I
>didn't ask about possible conflict with the bank of the same name!

>
>See more here:

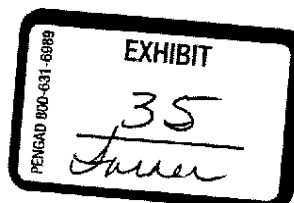
>
><http://www.southernchristian.edu/regionsname.htm>
>

>Jack (and Lee Ann), the SCU download has "scu" as an ID prefix, and
>this will change for the fall semester, beginning August 23rd. Any
>foreseeable problems?

>
>John will send me new logo info tomorrow. We will need Daniel to work
>up a new site, I guess.

>
>David
>

RU 1909



Rick Johnson

From: Gamecock4Jesus [Gamecock4Jesus@bellsouth.net]
Sent: Thursday, August 31, 2006 12:09 AM
To: Rick Johnson
Subject: Re: Regions University - Bible Programs

Mr. Johnson:

thanks for your e-mail but as an alumnus of S.C.U. I really hate to hear that the name has been changed - again. The continual changing of names may cause doubt in the minds of the public as to the legitimacy of our degrees. Furthermore, as much of the Church of Christ brotherhood has often not understood just who/what our school is, if they even realize it exists as a Church of Christ school, this name change will make that situation even worse because alums such as myself will now have to explain yet another variable in the mix of ACSR/SCU/ and now RU????

Also, this new name demonstrates nothing about the school being a seminary or Christian institution. Why was "Regions" chosen? Did Regions Bank make a donation? I certainly hope something that shallow is not the reason. This school needs to be serious about being a Christian institution of biblical scholarship first rather than being a business first that continually seeks a new marketing gimmick/label.

sincerely,

Randy Gore
 SCU M.S. '93

----- Original Message -----

From: Rick Johnson
To: gamecockbcm@sc.rr.com ; jon.dando@uscm.org ; frebyr@aol.com ; xareeves@yahoo.com ; Gamecock4Jesus@bellsouth.net ; hillelso@gwm.sc.edu ; lcnatusc@earthlink.net ; wallbrodie@aol.com ; jdeal131@hotmail.com ; protopop@yahoo.com ; jcook@shandonpres.org ; mlucas@firstprescolumbia.org ; tljewski@aol.com ; Garrettis@gmail.com ; jbrewer@gwm.sc.edu ; csoehl@gwm.sc.edu ; lucht@sc.edu ; evans-carl@sc.edu ; kevin@sc.edu ; cutsinger@sc.edu
Sent: Wednesday, August 30, 2006 4:56 PM
Subject: Regions University - Bible Programs

Dear Sir or Madam,

We've received your contact information from the Career Center Program Manager Liaison to the College of Arts & Sciences and the Honors College University of South Carolina.

Attached you will find a brochure for each of our programs in Bible - undergraduate through Ph.D. We hope you will share this information with students who are seeking degrees in Bible.

Anyone interested may inquire about these programs by going to our homepage... <http://www.regions.edu>. Once there, have them just fill out the form found at the Request for Information link, on the homepage. Two things will then occur: First, the prospective student will immediately receive the requested brochures; and second, contact information from an advisor will be given for addressing additional questions.

2/13/2007

RU 1910

Respectfully,

Rick Johnson
Director of Enrollment Management
Regions University
1-800-351-4040 ext. 7513
1-334-387-3878 (fax)

John 10:10

RU 1911

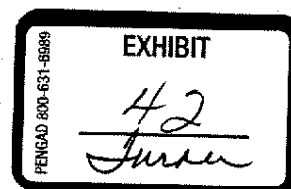
2/13/2007

Regions University Logo
effective August 15, 2006
*Logo retired 9/17/06

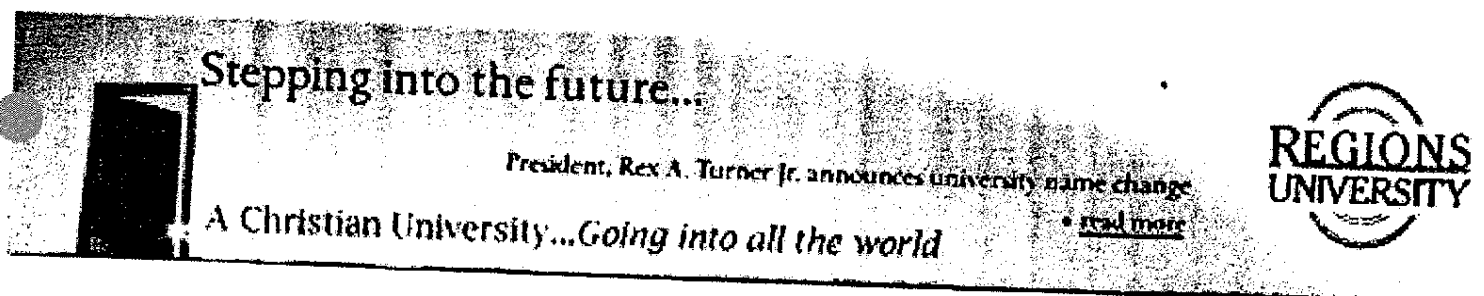
Font: ITC Cheltham Std Book

REGIONS UNIVERSITY
Where Traditional and Online Education Merge

REGIONS UNIVERSITY
Where Traditional and Online Education Merge



First realease of Regions University with Stacked Logo. 8/19/06

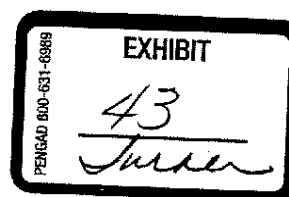



Stepping into the future...

President, Rex A. Turner Jr. announces university name change

[read more](#)

A Christian University...Going into all the world

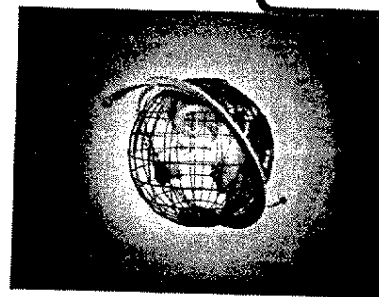
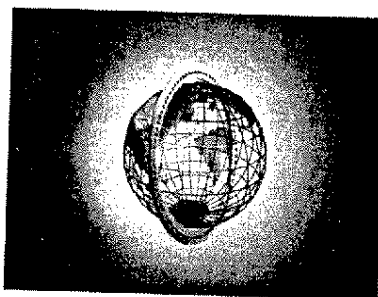
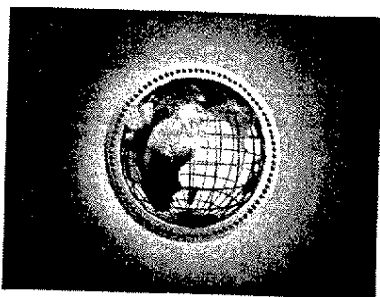


RU 193

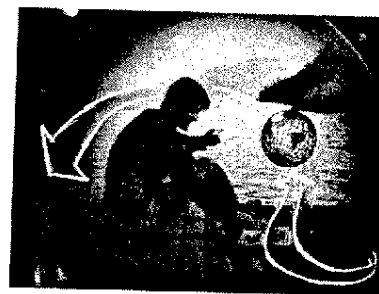
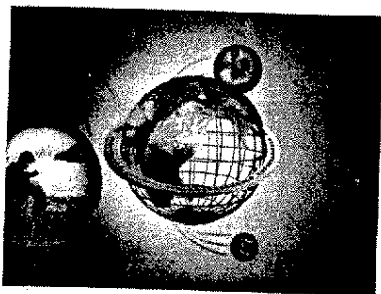
#1

Regions University World Wide Commercial

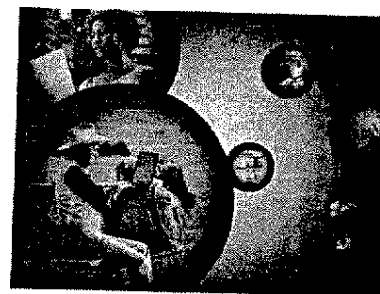
PENGAD 800-631-8889

44
Lover

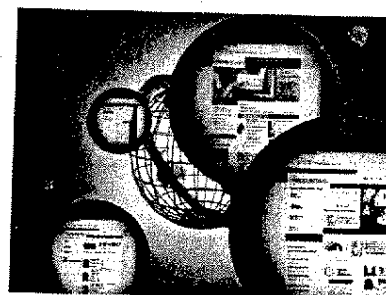
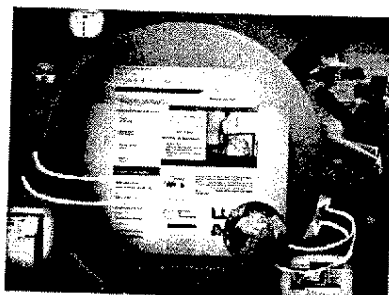
How far are you willing to go for the Education you need?



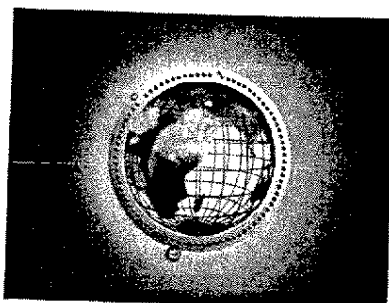
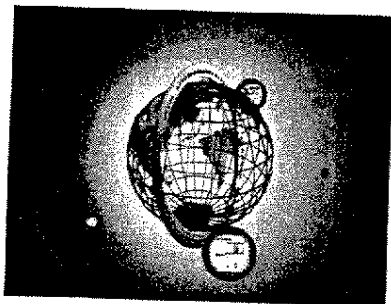
Why not start with the university that brings the world to you. A school without walls



With 33 Academic Degree Programs, Regions University is an accredited institution with the faculty



and the technology to bring you the on-line education that works for you. Visit regionsuniversity.edu or

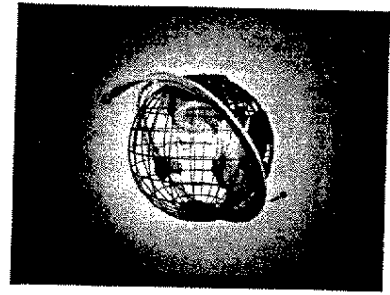
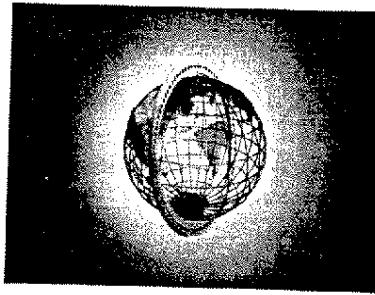
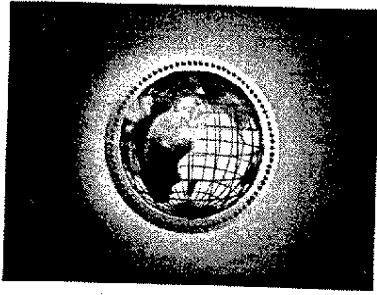


Call 1-888.790.8080. With Regions University, you can get there from here. Are you ready for your future?

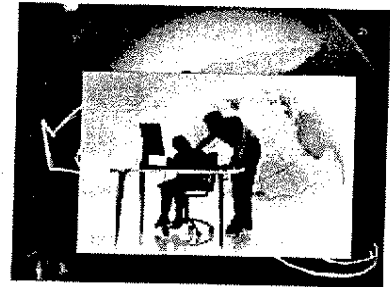
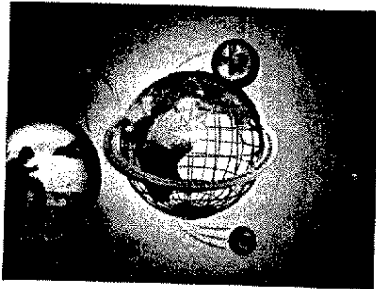
RU 208

#2

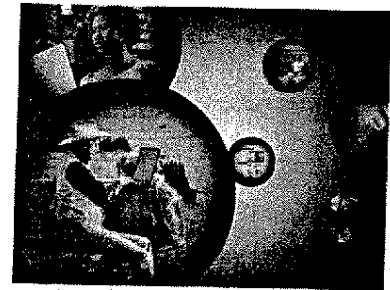
Regions University World Business



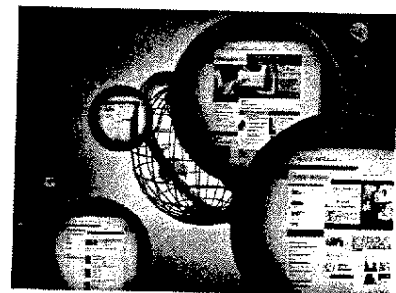
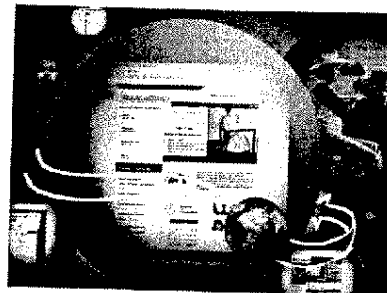
How far are you willing to go for the Education you need?



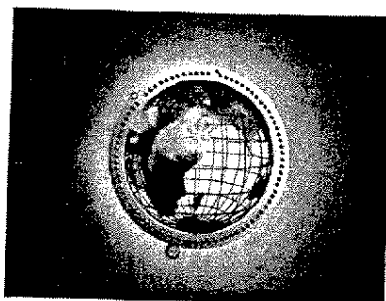
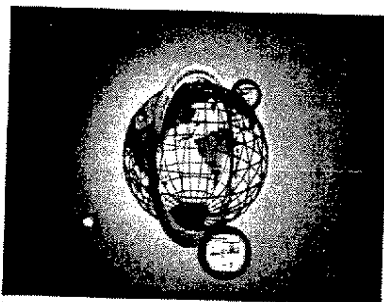
Why not start with a degree in Business with a university that brings the world to you.



Regions University offers Bachelors and Masters Degree Programs in Business, Leadership and Information Systems Management.



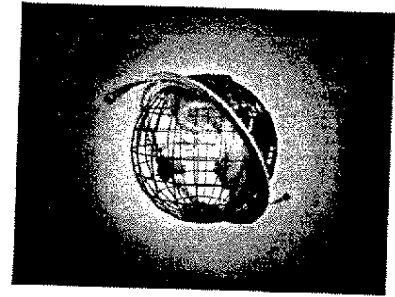
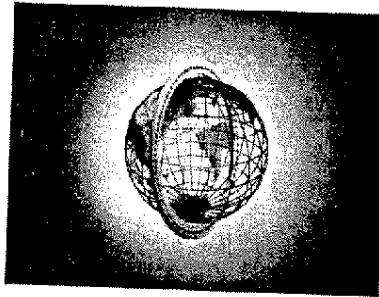
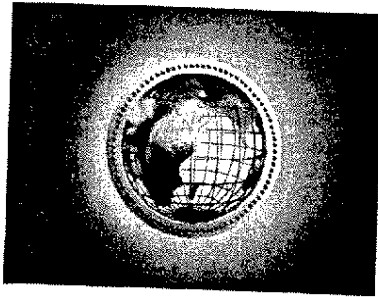
Regions University is an accredited institution with 33 Academic Degree Programs.



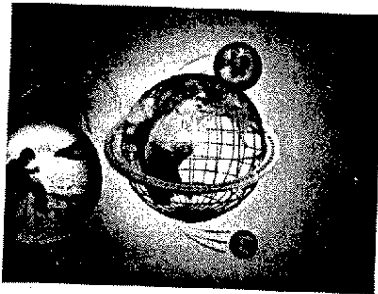
Visit us Online at regionsuniversity.edu or call 1-888.790.8080.
With Regions University, you can get there from here. Are you ready for your future?

#3

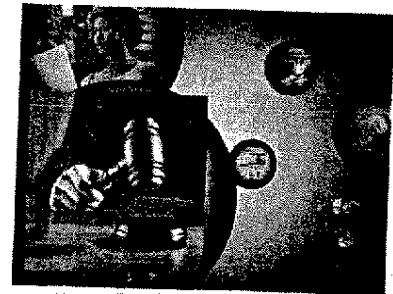
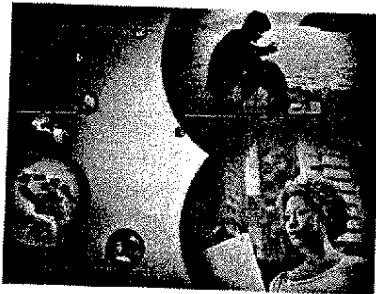
Regions University General Studies



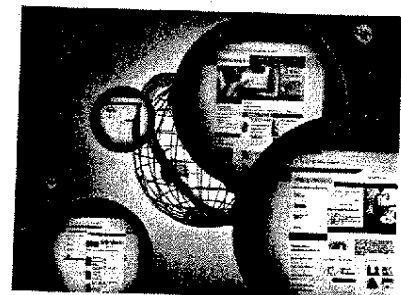
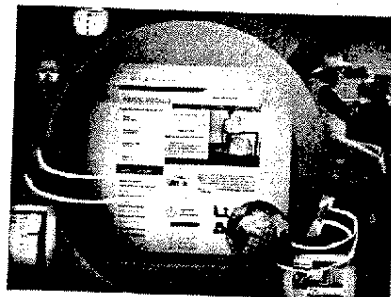
How far are you willing to go for the Education you need?



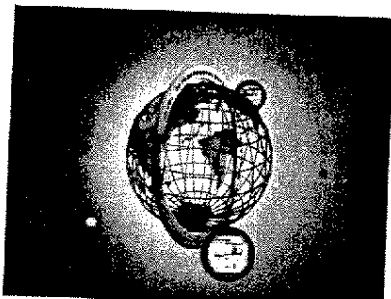
Why not start with a degree in Management Communication with a university that brings the world to you.



Regions University offers Bachelors Degree Programs in Human Resources, Liberal Studies and Criminal Justice



Regions University is an accredited institution with 33 Online Academic Degree Programs.

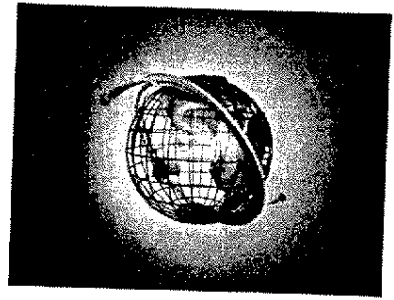
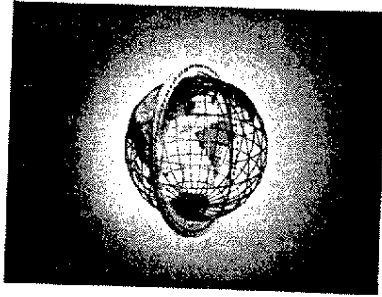
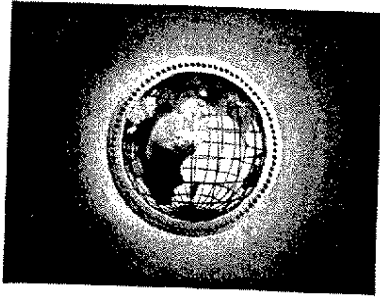


Visit us Online at regionsuniversity.edu or call 1-888.790.8080.
With Regions University, you can get there from here. Are you ready for your future?

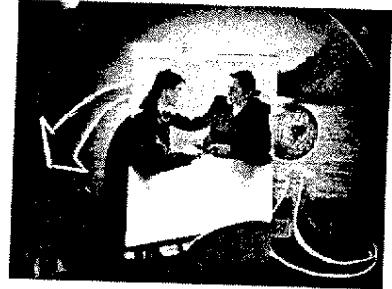
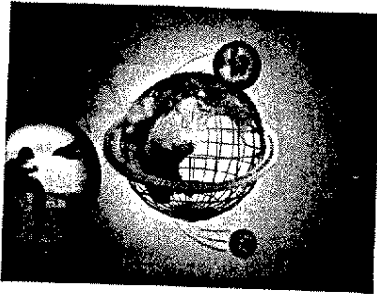
RU 210

#4

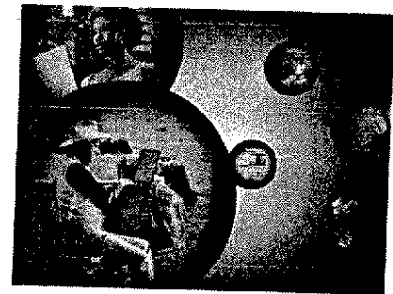
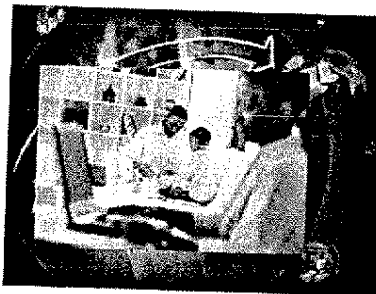
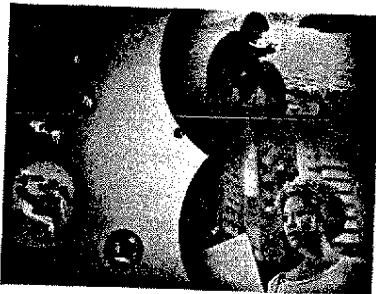
Regions University Counseling



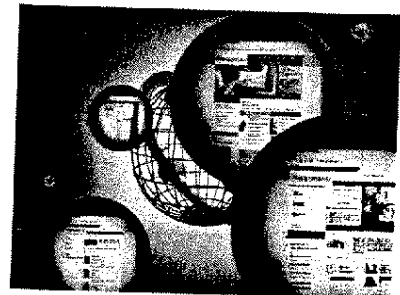
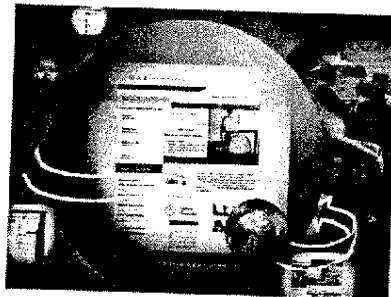
How far are you willing to go for the Education you need?



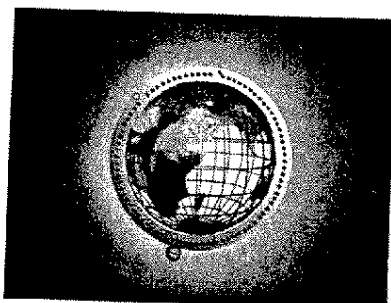
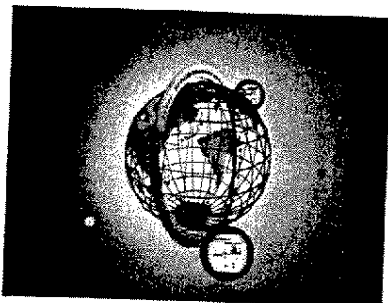
Why not start with a degree in Counseling with a university that brings the world to you.



Regions University offers Masters and Doctoral Degree Programs in Professional Counseling and Marriage and Family Therapy



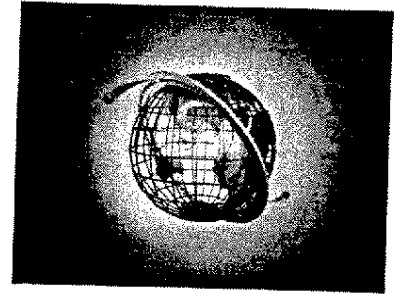
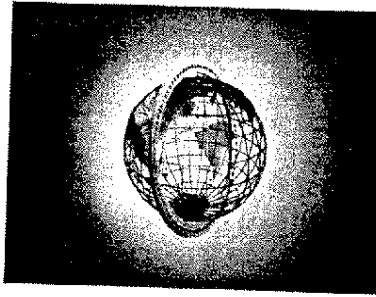
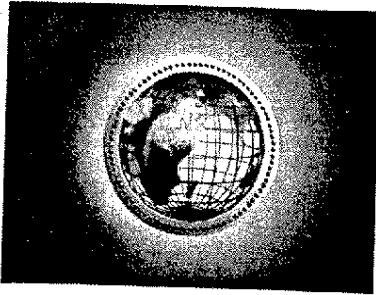
Regions University is an accredited institution with 33 Online Academic Degree Programs.



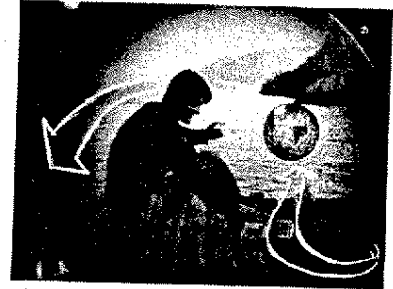
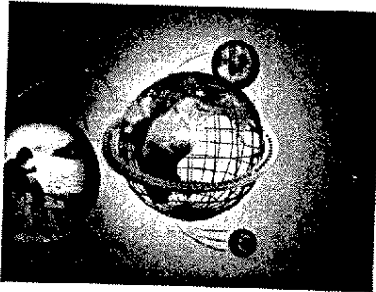
Visit us Online at regionsuniversity.edu or call 1-888.790.8080.
With Regions University, you can get there from here. Are you ready for your future?

RU 211

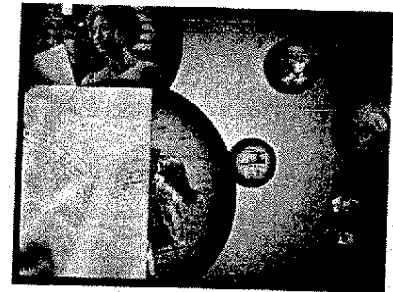
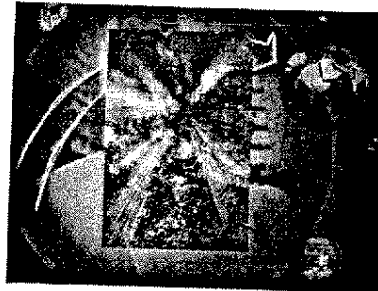
Regions University Bible



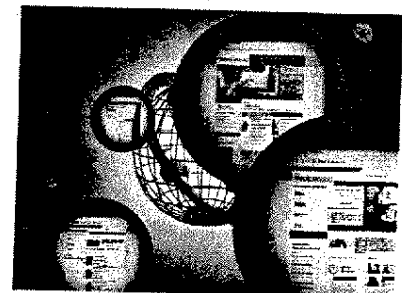
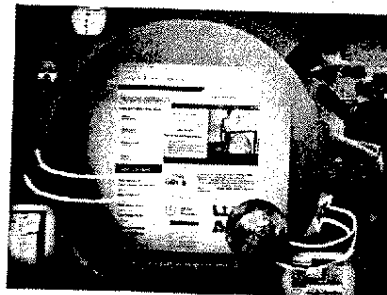
How far are you willing to go for the Education you need?



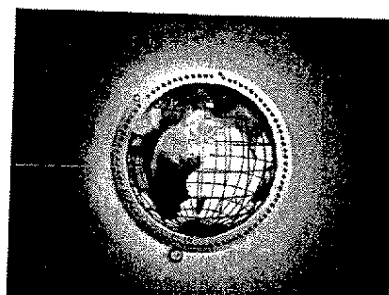
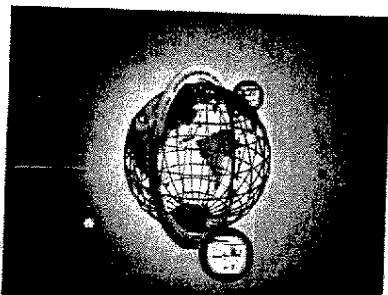
Why not start with a degree in Biblical Studies with a university that brings the world to you.



Regions University offers Bachelors, Masters and PhD Degree Programs in Biblical Studies and Practical Theology



Regions University is an accredited institution with 33 Online Academic Degree Programs.



Visit us Online at regionsuniversity.edu or call 1-888.790.8080.
With Regions University, you can get there from here. Are you ready for your future?

Radio Anywhere :45

How far are you willing to go for the Education you need?

Why not start with the university that brings the world to you? A school without walls...
Regions University.

With 33 Academic Degree Programs, Regions University has the accreditation, the faculty and the state of the art technology to bring you the on-line education that works for you.

Now enrolling!

Offering Bachelors, Masters, and Ph.D Degree Programs in Business, Management Communication and Counseling.

Visit us online at www.regionsuniversity.edu to view a full list of our 33 academic degree programs or call 1.888.790.8080

With Regions University, you can get there from here.

Are you ready for your future?



RU 213

Regions University Media Placement February 2007 - Television, Radio, Billboards

February

Alabama

Birmingham

1st largest city 231,483 people

TV

FOX	WBRC	\$ 7,050.00
NBC	WVTM	\$ 15,000.00

Billboards

Lamar (nothing available)

Radio

Cumulus \$ 5,000.00

Montgomery

2nd largest city 231,483 people

TV

CBS	WAKA	\$ 10,025.00
NBC	WSFA	\$ 12,500.00

Radio

Cumulus \$ 3,500.00

Internet

NBC WSFA \$ 4,000.00

Billboards

Lamar \$ 6,900.00

Newspaper

Montgomery Advertiser \$ 2,500.00

\$ 66,475.00 Total for Alabama

Tennessee

Nashville

2nd largest city 549,110 people

TV

NBC	WSMV	\$ 10,000.00
COMCAST	Cable	\$ 3,001.00

Billboards

Lamar \$ 4,025.00

Memphis

1st largest city 672,277 people

TV

CBS	WREG	\$ 18,010.00
NBC	WMC	\$ 18,000.00

Radio

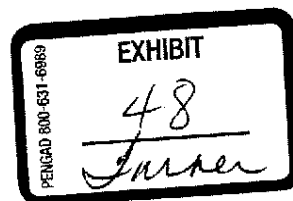
Cumulus \$ 7,625.00

Billboards

?

\$ 60,661.00 Total for Tennessee

Total \$ 127,136.00



RU 1603

Regions University Media Placement For 2007 - Television/Radio/Billboards

Alabama					
Birmingham					
	TV	WBRC	\$	30,000.00	10k per semester
	Billboards	Lamar	\$	18,000.00	6k per semester
	Radio	Cumulus	\$	15,000.00	5k per semester
Mobile					
	TV	WALA	\$	22,500.00	7.5k per semester
Montgomery					
	TV	WAKA	\$	30,000.00	10k per semester
		WSFA	\$	36,000.00	12k per semester
	Internet	WSFA	\$	12,000.00	4k per semester
	Billboards	Lamar	\$	21,000.00	7k per semester
	Radio	Cumulus	\$	10,500.00	3.5k per semester
				\$ 195,000.00	Total for Alabama
Florida					
Jacksonville					
	TV	WALA	\$	33,000.00	22k per semester
Tallahassee					
	TV	WCTV	\$	30,000.00	10k per semester
				\$ 63,000.00	Total for Florida
Louisiana					
Alexandria					
	TV	KALB	\$	33,000.00	11k per semester
Lake Charles					
	TV	KPLC	\$	30,000.00	10k per semester
West Monroe					
	TV	KTVE	\$	33,000.00	11k per semester
				\$ 96,000.00	Total for Branding in Louisiana
Mississippi					
Jackson					
	TV	WJTV	\$	21,000.00	7k per semester
		WLBT	\$	45,000.00	15k per semester

\$ 68,000.00 Total for Mississippi

North Carolina

Charlotte

TV
WBTV \$ 30,000.00 20k per semester

Raleigh & Fayetteville

TV
WRAL \$ 34,000.00 18k per semester

Washington

TV
WITN \$ 45,000.00 15k per semester

\$ 109,000.00 Total for North Carolina

Tennessee

Nashville

TV
WSMV \$ 63,000.00 21k per semester

Cable \$ 21,000.00 7k per semester

Billboards

Lamar \$ 12,000.00 4k per semester

Memphis

TV
WREG \$ 45,000.00 15k per semester

Radio
Cumulus \$ 22,500.00 7.5k per semester

\$ 163,500.00 Total for Tennessee

Texas

Houston

TV
KHOU \$ 35,000.00 30k per semester

San Antonio

TV
KENS \$ 35,000.00 30k per semester

\$ 70,000.00 Total for Texas

Virginia

Portsmouth

TV
WAVY \$ 34,000.00 18k per semester

Richmond

TV
WWBT \$ 35,000.00 20k per semester

\$ 69,000.00 Total for Virginia

\$ 831,500.00 Total for year

Regions University

RU 1606

Summary Loans Refused Acad 0506
Aug 20, 05 — Aug 11, 06

Lender Name	Loan Period Start Date	Loan Period End Date	Guarantee Date	Guarantee Amount	Gross Amount	Net Amount
ACADEMIC FINANCE CORP, US BANK ELT	1/9/2006	8/11/2006	1/17/2006	4,964.00	2,482.00	2,407.54
ACADEMIC FINANCE CORP, US BANK ELT	1/9/2006	8/11/2006	1/17/2006	4,964.00	2,482.00	2,407.54
ACADEMIC FINANCE CORP, US BANK ELT	1/9/2006	8/11/2006	1/17/2006	3,692.00	630.37	611.46
ACADEMIC FINANCE CORP, US BANK ELT	1/9/2006	8/11/2006	1/17/2006	3,692.00	590.00	572.30
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	4/21/2006	7/6/2005	8,500.00	4,250.00	4,122.50
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	4/21/2006	7/6/2005	8,500.00	4,250.00	4,122.50
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	4/21/2006	7/6/2005	10,000.00	5,000.00	4,850.00
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	4/21/2006	7/6/2005	10,000.00	5,000.00	4,850.00
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	8/11/2006	7/18/2005	8,500.00	2,834.00	2,748.98
ACADEMIC FINANCE CORP, US BANK ELT	8/22/2005	8/11/2006	7/18/2005	10,000.00	3,334.00	3,233.98
Subtotal				72,812.00	30,852.37	29,926.80
ACAPITA ED.FIN.CORP TRUSTEE US BNK	1/9/2006	8/11/2006	12/14/2005	8,500.00	4,250.00	4,250.00
ACAPITA ED.FIN.CORP TRUSTEE US BNK	1/9/2006	8/11/2006	12/14/2005	8,500.00	4,250.00	4,250.00
ACAPITA ED.FIN.CORP TRUSTEE US BNK	1/9/2006	8/11/2006	12/14/2005	8,262.00	4,131.00	4,131.00
ACAPITA ED.FIN.CORP TRUSTEE US BNK	1/9/2006	8/11/2006	12/14/2005	8,262.00	4,131.00	4,131.00
Subtotal				33,524.00	16,762.00	16,762.00
AMS EDUCATION LOAN TRUST/WILMINGTON	1/9/2006	8/11/2006	11/22/2005	5,500.00	2,750.00	2,750.00
AMS EDUCATION LOAN TRUST/WILMINGTON	1/9/2006	8/11/2006	11/22/2005	5,500.00	2,750.00	2,750.00
AMS EDUCATION LOAN TRUST/WILMINGTON	1/9/2006	8/11/2006	11/22/2005	5,000.00	2,500.00	2,500.00
AMS EDUCATION LOAN TRUST/WILMINGTON	1/9/2006	8/11/2006	11/22/2005	5,000.00	2,500.00	2,500.00

EXHIBIT

RU 1670

50

ENCAD 800-631-6989

NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	2,750.00	1,375.00	1,375.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	350.00	175.00	175.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	350.00	175.00	175.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	2,750.00	1,375.00	1,375.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	2,750.00	1,375.00	1,375.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	7/18/2005	2,500.00	1,250.00	1,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	8/25/2005	5,500.00	2,750.00	2,750.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	8/25/2005	5,500.00	2,750.00	2,750.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	8/25/2005	5,000.00	2,500.00	2,500.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	7/18/2005	6,200.00	3,100.00	3,100.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	8/25/2005	5,000.00	2,500.00	2,500.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	7/18/2005	6,200.00	3,100.00	3,100.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	4/21/2006	7/18/2005	8,500.00	4,250.00	4,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/2/2005	2,050.00	1,175.00	1,175.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/2/2005	4,250.00	1,375.00	1,375.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/2/2005	4,250.00	1,375.00	1,375.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/2/2005	4,131.00	1,250.00	1,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/2/2005	4,131.00	1,250.00	1,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/17/2005	2,500.00	1,250.00	1,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	12/9/2005	8/17/2005	2,500.00	1,250.00	1,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	8,500.00	2,834.00	2,834.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	8,500.00	2,833.00	2,833.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	8,500.00	2,833.00	2,833.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	5,650.00	1,066.00	1,066.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	5,650.00	1,066.00	1,066.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	5,650.00	2,292.00	2,292.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	8,500.00	4,250.00	4,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	8,500.00	4,250.00	4,250.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	10,000.00	5,000.00	5,000.00
NELNET EDUCATION LOAN FUNDING	8/22/2005	8/11/2006	7/18/2005	10,000.00	3,262.00	3,262.00
Subtotal				543,209.00	202,232.00	202,232.00
REGIONS BANK	8/22/2005	8/11/2006	8/19/2005	2,625.00	875.00	848.75
REGIONS BANK	8/22/2005	8/11/2006	8/19/2005	4,000.00	1,334.00	1,293.98
REGIONS BANK	1/9/2006	8/11/2006	1/11/2006	2,625.00	1,313.00	1,273.61
REGIONS BANK	1/9/2006	8/11/2006	1/11/2006	2,625.00	1,312.00	1,272.64
REGIONS BANK	1/9/2006	8/11/2006	1/11/2006	4,000.00	2,000.00	1,940.00
REGIONS BANK	1/9/2006	4/21/2006	12/12/2005	1,351.00	676.00	655.72
REGIONS BANK	1/9/2006	4/21/2006	12/12/2005	1,351.00	675.00	654.75
REGIONS BANK	1/9/2006	8/11/2006	1/11/2006	4,000.00	2,000.00	1,940.00

RU 1712

REGIONS BANK	1/9/2006	8/11/2006	8/30/2005	3,500.00	1,750.00	1,697.50
REGIONS BANK	1/9/2006	8/11/2006	8/30/2005	3,500.00	1,750.00	1,697.50
REGIONS BANK	1/9/2006	8/11/2006	8/30/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	1/9/2006	8/11/2006	8/30/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	8,500.00	1,834.00	1,778.98
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	8,500.00	1,833.00	1,778.01
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	8,500.00	4,833.00	4,688.01
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	6,882.00	1,667.00	1,616.99
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	6,882.00	1,667.00	1,616.99
REGIONS BANK	8/22/2005	8/11/2006	8/29/2005	6,882.00	3,548.00	3,441.56
REGIONS BANK	8/22/2005	8/11/2006	8/31/2005	8,500.00	4,250.00	4,122.50
REGIONS BANK	8/22/2005	8/11/2006	8/31/2005	8,500.00	4,250.00	4,122.50
REGIONS BANK	8/22/2005	8/11/2006	8/31/2005	10,000.00	2,713.40	2,632.00
REGIONS BANK	8/22/2005	8/11/2006	8/31/2005	10,000.00	5,000.00	4,850.00
REGIONS BANK	1/9/2006	8/11/2006	1/24/2006	5,500.00	2,750.00	2,667.50
REGIONS BANK	1/9/2006	8/11/2006	1/24/2006	5,500.00	2,750.00	2,667.50
REGIONS BANK	1/9/2006	8/11/2006	1/24/2006	1,820.00	910.00	882.70
REGIONS BANK	1/9/2006	8/11/2006	1/24/2006	1,820.00	910.00	882.70
REGIONS BANK	5/1/2006	8/11/2006	4/28/2006	4,250.00	4,250.00	4,122.50
REGIONS BANK	5/1/2006	8/11/2006	3/30/2006	7,658.00	7,658.00	7,428.26
REGIONS BANK	5/1/2006	8/11/2006	3/30/2006	723.00	723.00	701.31
REGIONS BANK	5/1/2006	8/11/2006	4/28/2006	5,000.00	5,000.00	4,850.00
REGIONS BANK	5/1/2006	8/11/2006	2/21/2006	2,939.00	2,171.00	2,105.87
REGIONS BANK	5/1/2006	8/11/2006	1/19/2006	2,875.00	1,438.00	1,394.86
REGIONS BANK	5/1/2006	8/11/2006	1/19/2006	2,875.00	1,437.00	1,393.89
REGIONS BANK	5/1/2006	8/11/2006	1/19/2006	320.00	160.00	155.20
REGIONS BANK	5/1/2006	8/11/2006	1/19/2006	320.00	160.00	155.20
REGIONS BANK	5/1/2006	8/11/2006	4/19/2006	2,625.00	1,470.00	1,425.90
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	8,500.00	4,250.00	4,122.50
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	8,500.00	1,416.00	1,373.52
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	10,000.00	3,334.00	3,233.98
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	10,000.00	3,831.00	3,716.07
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	10,000.00	497.00	482.09
REGIONS BANK	8/22/2005	4/21/2006	9/8/2005	3,500.00	1,750.00	1,697.50
REGIONS BANK	8/22/2005	4/21/2006	9/8/2005	3,500.00	1,750.00	1,697.50
REGIONS BANK	8/22/2005	4/21/2006	9/8/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	8/22/2005	4/21/2006	9/8/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	8/22/2005	4/21/2006	7/25/2005	164.00	0.00	0.00
REGIONS BANK	8/22/2005	4/21/2006	7/25/2005	7,429.00	3,797.00	3,683.09
REGIONS BANK	8/22/2005	12/9/2005	7/6/2005	4,250.00	2,125.00	2,061.25

RU 1713

REGIONS BANK						
REGIONS BANK	8/22/2005	12/9/2005	7/6/2005	4,250.00	2,125.00	2,061.25
REGIONS BANK	8/22/2005	12/9/2005	7/6/2005	1,318.00	659.00	639.23
REGIONS BANK	8/22/2005	12/9/2005	7/6/2005	1,318.00	659.00	639.23
REGIONS BANK	8/22/2005	4/21/2006	7/27/2005	2,625.00	1,313.00	1,273.61
REGIONS BANK	8/22/2005	4/21/2006	7/27/2005	2,625.00	1,312.00	1,272.64
REGIONS BANK	8/22/2005	4/21/2006	7/27/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	8/22/2005	4/21/2006	7/27/2005	4,000.00	2,000.00	1,940.00
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	8,500.00	2,834.00	2,748.98
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	10,000.00	3,334.00	3,233.98
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK	8/22/2005	8/11/2006	7/12/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK	8/22/2005	12/9/2005	7/20/2005	1,234.00	617.00	598.49
REGIONS BANK	8/22/2005	12/9/2005	7/20/2005	1,234.00	617.00	598.49
REGIONS BANK	8/22/2005	12/9/2005	7/20/2005	1,446.00	723.00	701.31
REGIONS BANK	8/22/2005	12/9/2005	7/20/2005	1,446.00	723.00	701.31
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	8,500.00	2,834.00	2,748.98
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	10,000.00	3,334.00	3,233.98
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK	8/22/2005	4/21/2006	7/18/2005	5,500.00	1,018.00	987.46
REGIONS BANK	8/22/2005	4/21/2006	7/18/2005	8,465.00	4,233.00	4,106.01
REGIONS BANK	8/22/2005	12/9/2005	8/10/2005	2,750.00	1,375.00	1,333.75
REGIONS BANK	8/22/2005	12/9/2005	8/10/2005	2,750.00	1,375.00	1,333.75
REGIONS BANK	8/22/2005	12/9/2005	8/10/2005	446.00	223.00	216.31
REGIONS BANK	8/22/2005	12/9/2005	8/10/2005	446.00	223.00	216.31
REGIONS BANK	8/22/2005	4/21/2006	7/13/2005	2,625.00	1,313.00	1,273.61
REGIONS BANK	8/22/2005	4/21/2006	7/13/2005	2,625.00	1,312.00	1,272.64
REGIONS BANK	8/22/2005	4/21/2006	7/13/2005	3,766.00	1,883.00	1,826.51
REGIONS BANK	8/22/2005	4/21/2006	7/13/2005	3,766.00	1,883.00	1,826.51
REGIONS BANK	8/22/2005	4/21/2006	8/19/2005	8,500.00	4,250.00	4,122.50
REGIONS BANK	8/22/2005	4/21/2006	8/19/2005	10,000.00	5,000.00	4,850.00
REGIONS BANK	8/22/2005	8/11/2006	6/21/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK	8/22/2005	8/11/2006	7/6/2005	8,500.00	2,834.00	2,748.98
REGIONS BANK	8/22/2005	8/11/2006	7/26/2005	5,500.00	1,834.00	1,778.98
REGIONS BANK	8/22/2005	8/11/2006	7/26/2005	5,500.00	1,833.00	1,778.01
REGIONS BANK	8/22/2005	8/11/2006	7/26/2005	5,000.00	1,667.00	1,616.99
REGIONS BANK	8/22/2005	8/11/2006	7/26/2005	5,000.00	1,667.00	1,616.99

RU 1714

REGIONS BANK	8/22/2005	8/11/2006	7/29/2005	5,500.00	1,834.00	1,778.98
REGIONS BANK	8/22/2005	8/11/2006	7/29/2005	5,000.00	1,667.00	1,616.99
Subtotal				5,000.00	1,667.00	1,616.99
REGIONS BANK 710612	1/9/2006	8/11/2006	12/22/2005	466,926.00	194,989.40	189,139.72
REGIONS BANK 710612	1/9/2006	8/11/2006	12/22/2005	8,500.00	4,250.00	4,250.00
REGIONS BANK 710612	1/9/2006	8/11/2006	12/22/2005	8,500.00	4,250.00	4,250.00
REGIONS BANK 710612	1/9/2006	8/11/2006	12/22/2005	2,068.00	1,034.00	1,034.00
REGIONS BANK 710612	8/22/2005	8/11/2006	12/22/2005	2,068.00	1,034.00	1,034.00
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	8,500.00	2,834.00	2,748.98
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	8,500.00	2,833.00	2,748.01
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	10,000.00	3,334.00	3,233.98
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK 710612	8/22/2005	8/11/2006	8/10/2005	10,000.00	3,333.00	3,233.01
REGIONS BANK 710612	5/1/2006	8/11/2006	5/22/2006	3,000.00	3,000.00	3,000.00
REGIONS BANK 710612	5/1/2006	8/11/2006	5/22/2006	5,000.00	5,000.00	5,000.00
REGIONS BANK 710612	8/22/2005	4/21/2006	8/11/2005	4,270.00	2,135.00	2,070.95
REGIONS BANK 710612	8/22/2005	4/21/2006	8/11/2005	4,270.00	2,135.00	2,070.95
REGIONS BANK 710612	8/22/2005	4/21/2006	8/11/2005	7,055.00	2,778.00	2,694.66
Subtotal	8/22/2005	4/21/2006	8/11/2005	7,055.00	4,277.00	4,148.69
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/25/2005	107,286.00	48,393.00	47,498.25
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/25/2005	3,500.00	1,167.00	1,131.99
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/25/2005	4,000.00	1,334.00	1,293.98
SALLIE MAE TRUST	8/22/2005	8/11/2006	11/2/2005	5,500.00	1,650.00	1,600.50
SALLIE MAE TRUST	8/22/2005	8/11/2006	11/2/2005	5,500.00	1,925.00	1,867.25
SALLIE MAE TRUST	8/22/2005	8/11/2006	11/2/2005	1,924.00	962.00	933.14
SALLIE MAE TRUST	8/22/2005	8/11/2006	11/2/2005	1,924.00	962.00	933.14
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/16/2005	10,000.00	3,333.00	3,233.01
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/16/2005	10,000.00	3,333.00	3,233.01
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/16/2005	8,500.00	2,834.00	2,748.98
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/16/2005	10,000.00	1,121.63	1,087.98
SALLIE MAE TRUST	1/9/2006	8/11/2006	12/22/2005	4,000.00	2,000.00	1,940.00
SALLIE MAE TRUST	8/22/2005	8/11/2006	9/26/2005	10,000.00	1,667.00	1,616.99
SALLIE MAE TRUST	8/22/2005	8/11/2006	9/26/2005	10,000.00	1,667.00	1,616.99
SALLIE MAE TRUST	8/22/2005	8/11/2006	9/28/2005	10,000.00	2,500.00	2,425.00
SALLIE MAE TRUST	1/9/2006	8/11/2006	12/22/2005	328.00	164.00	159.08
SALLIE MAE TRUST	1/9/2006	8/11/2006	12/22/2005	328.00	164.00	159.08
SALLIE MAE TRUST	1/9/2006	8/11/2006	12/22/2005	4,519.00	2,259.00	2,191.23
SALLIE MAE TRUST	1/9/2006	8/11/2006	12/22/2005	4,519.00	2,260.00	2,192.20
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/8/2005	5,500.00	1,375.00	1,333.75
SALLIE MAE TRUST	8/22/2005	8/11/2006	8/8/2005	5,500.00	2,750.00	2,667.50

RU 1715

Loans Disbursed Acad⁷ on 06-0
 & August 21, 2006 - February 22

Lender Name	Loan Period Start	Loan Period End	Guarantee Date	Guarantee Amount	Gross Amount	Net Amount
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	8/16/2006	8500	2834	2777.32
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	8/16/2006	8500	2833	2776.34
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	8/16/2006	3500	1167	1143.66
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	8/16/2006	3500	264	258.72
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	7/17/2006	8500	2834	2777.32
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	7/17/2006	8500	2833	2776.34
ACADEMIC FINANCE CORP, US BANK ELT	8/21/2006	8/10/2007	7/17/2006	10000	3334	3267.32
Subtotal				10000	3333	3266.34
ACAPITA ED.FIN.CORP TRUSTEE US BNK	8/21/2006	8/10/2007		61000	19432	19043.36
ACAPITA ED.FIN.CORP TRUSTEE US BNK	8/21/2006	8/10/2007	8/2/2006	8500	2834	2834
ACAPITA ED.FIN.CORP TRUSTEE US BNK	8/21/2006	8/10/2007	8/2/2006	8500	2833	2833
ACAPITA ED.FIN.CORP TRUSTEE US BNK	8/21/2006	8/10/2007	8/2/2006	10000	3334	3334
Subtotal				10000	3333	3333
AMS EDUCATION LOAN TRUST/WILMINGTON				37000	12334	12334
AMS EDUCATION LOAN TRUST/WILMINGTON	8/21/2006	8/10/2007	7/20/2006	8500	2834	2834
AMS EDUCATION LOAN TRUST/WILMINGTON	8/21/2006	8/10/2007	7/20/2006	8500	2833	2833
AMS EDUCATION LOAN TRUST/WILMINGTON	8/21/2006	8/10/2007	7/20/2006	10000	800	800
AMS EDUCATION LOAN TRUST/WILMINGTON	8/21/2006	8/10/2007	7/20/2006	10000	800	800
AMS EDUCATION LOAN TRUST/WILMINGTON	8/21/2006	8/10/2007	8/17/2006	2000	667	646.99

EXHIBIT

RU 1800

51

Jensen

PENGAD 800-631-6989

NELLIE MAE TRST						
NELLIE MAE TRST	8/21/2006	8/10/2007	8/1/2006	5500	875	875
NELLIE MAE TRST	8/21/2006	8/10/2007	8/1/2006	5500	1833	1833
NELLIE MAE TRST	8/21/2006	8/10/2007	8/1/2006	5000	333	333
NELLIE MAE TRST	8/21/2006	8/10/2007	8/1/2006	5000	1334	1334
NELLIE MAE TRST	8/21/2006	8/10/2007	7/17/2006	5000	1667	1667
NELLIE MAE TRST	8/21/2006	8/10/2007	7/17/2006	5500	1833	1833
NELLIE MAE TRST	8/21/2006	8/10/2007	7/17/2006	5500	1834	1834
NELLIE MAE TRST	8/21/2006	8/10/2007	7/17/2006	5000	1667	1667
NELLIE MAE TRST	1/8/2007	8/10/2007	1/23/2007	5000	1667	1667
NELLIE MAE TRST	1/8/2007	8/10/2007	1/23/2007	8500	4250	4250
Subtotal				8575	4288	4288
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	7/17/2006	104700	34938	34938
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	8/1/2006	8520	8520	8520
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	8/1/2006	12995	6167	6167
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	8/1/2006	12995	2353	2353
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	7/17/2006	4353	4353	4353
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	7/17/2006	8500	2834	2834
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	7/17/2006	8500	1416	1416
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	7/17/2006	10000	3334	3334
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	8/1/2006	10000	1666	1666
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	8/1/2006	10500	6495	6495
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	8/1/2006	4298	632	632
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	8/15/2006	9868	2869	2869
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	8/1/2006	2700	2700	2700
NELNET EDUCATION LOAN FUNDING	8/21/2006	12/8/2006	8/1/2006	5500	5500	5500
NELNET EDUCATION LOAN FUNDING	8/21/2006	8/10/2007	8/10/2006	995	995	995
Subtotal				3500	1750	1750
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	113224	51584	51584
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	5500	1834	1815.66
REGIONS BANK	8/21/2006	12/8/2006	9/20/2006	5000	1667	1650.33
REGIONS BANK	8/21/2006	12/8/2006	9/20/2006	4735	4735	4687.65
REGIONS BANK	8/21/2006	4/20/2007	8/1/2006	2342	2342	2318.58
REGIONS BANK	8/21/2006	4/20/2007	8/1/2006	3500	1750	1732.5
REGIONS BANK	1/8/2007	4/20/2007	1/9/2007	4000	2000	1980
REGIONS BANK	1/8/2007	4/20/2007	1/9/2007	1750	1750	1732.5
REGIONS BANK	8/21/2006	8/10/2007	8/1/2006	2000	2000	1980
				2625	875	866.25

RU 1899

REGIONS BANK	8/21/2006	8/10/2007	8/1/2006	2625	875	866.25
REGIONS BANK	8/21/2006	8/10/2007	8/1/2006	4000	1333	1319.67
REGIONS BANK	8/21/2006	8/10/2007	8/1/2006	4000	1334	1320.66
REGIONS BANK	8/21/2006	8/10/2007	1/9/2007	2625	1313	1299.87
REGIONS BANK	8/21/2006	8/10/2007	1/9/2007	4000	2000	1980
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	8500	2834	2805.66
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	8500	2833	2804.67
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3334	3300.66
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3333	3299.67
REGIONS BANK	8/21/2006	8/10/2007	8/28/2006	8500	2834	2805.66
REGIONS BANK	8/21/2006	8/10/2007	8/28/2006	8500	2833	2804.67
REGIONS BANK	8/21/2006	8/10/2007	8/28/2006	10000	3334	3300.66
REGIONS BANK	8/21/2006	8/10/2007	8/28/2006	10000	3333	3299.67
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	8500	2834	2805.66
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	8500	2833	2804.67
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3334	3300.66
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3333	3299.67
REGIONS BANK	8/21/2006	8/10/2007	8/1/2006	874	874	865.26
REGIONS BANK	1/8/2007	4/21/2007	1/3/2007	9626	7846	7767.54
REGIONS BANK	8/21/2006	4/21/2007	8/22/2006	1780	1780	1762.2
REGIONS BANK	8/21/2006	4/21/2007	8/22/2006	8500	4250	4207.5
REGIONS BANK	8/21/2006	4/21/2007	8/22/2006	8500	4250	4207.5
REGIONS BANK	8/21/2006	4/21/2007	8/22/2006	10000	5000	4950
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	5000	4950
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3334	3300.66
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	10000	3333	3299.67
REGIONS BANK	8/21/2006	8/10/2007	7/17/2006	8500	2834	2805.66
REGIONS BANK	1/8/2007	8/10/2007	11/28/2006	8500	2833	2804.67
REGIONS BANK	1/8/2007	8/10/2007	11/28/2006	8500	4250	4207.5
Subtotal	1/8/2007	8/10/2007	11/28/2006	10000	5000	4950
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	264482	113394	112260.66
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	5500	1834	1834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	5500	1833	1833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	5000	1667	1667
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	5000	1667	1667
REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	5500	1834	1834
REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	5500	3666	3666

RU 1900

REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	5000	1667	1667
REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	5000	3333	3333
REGIONS BANK 710612	1/8/2007	8/10/2007	12/12/2006	8500	4250	4250
REGIONS BANK 710612	1/8/2007	8/10/2007	12/12/2006	9500	4750	4750
REGIONS BANK 710612	1/8/2007	8/10/2007	1/9/2007	8500	4250	4250
REGIONS BANK 710612	1/8/2007	8/10/2007	1/9/2007	7358	3679	3679
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	6589	2197	2197
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	6589	2196	2196
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	6518	2403	2403
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	6518	2058	2058
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3333	3333
REGIONS BANK 710612	8/21/2006	8/10/2007	7/13/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	7/13/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	7/13/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	7/13/2006	10000	3333	3333
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3333	3333
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/28/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/28/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/28/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/28/2006	10000	3333	3333
REGIONS BANK 710612	1/8/2007	8/10/2007	1/16/2007	5500	2750	2750
REGIONS BANK 710612	1/8/2007	8/10/2007	1/16/2007	5000	2500	2500
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10500	3500	3500
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10500	3500	3500
REGIONS BANK 710612	1/8/2007	8/10/2007	12/29/2006	8500	4250	4250
REGIONS BANK 710612	1/8/2007	8/10/2007	12/29/2006	8540	4270	4270
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	10000	3333	3333
REGIONS BANK 710612	1/8/2007	8/10/2007	1/11/2007	2187	1094	1094

RU 1901

REGIONS BANK 710612	1/8/2007	8/10/2007	1/11/2007	2000	1000	1000
REGIONS BANK 710612	8/21/2006	8/10/2007	8/1/2006	3500	1167	1167
REGIONS BANK 710612	8/21/2006	8/10/2007	8/1/2006	3500	1167	1167
REGIONS BANK 710612	8/21/2006	8/10/2007	8/1/2006	4000	1334	1334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/1/2006	4000	1333	1333
REGIONS BANK 710612	8/21/2006	4/20/2007	8/10/2006	2625	1313	1313
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/22/2006	10000	3333	3333
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	10000	3333	3333
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	6393	2131	2131
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	6393	2131	2131
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	12107	4036	4036
REGIONS BANK 710612	8/21/2006	8/10/2007	7/17/2006	12107	4036	4036
REGIONS BANK 710612	8/21/2006	8/10/2007	8/20/2006	8500	4250	4250
REGIONS BANK 710612	8/21/2006	8/10/2007	8/20/2006	10000	5000	5000
REGIONS BANK 710612	8/21/2006	8/10/2007	8/21/2006	5500	1834	1834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/21/2006	5500	1833	1833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/21/2006	5000	1667	1667
REGIONS BANK 710612	8/21/2006	8/10/2007	8/21/2006	5000	1667	1667
REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	8500	8500	8500
REGIONS BANK 710612	8/21/2006	8/10/2007	9/7/2006	1955	1955	1955
REGIONS BANK 710612	8/21/2006	4/20/2007	1/9/2007	8045	8045	8045
REGIONS BANK 710612	8/21/2006	12/8/2006	7/17/2006	8500	8500	8500
REGIONS BANK 710612	8/21/2006	12/8/2006	7/17/2006	1955	1955	1955
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	8500	2834	2834
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	8500	2833	2833
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	10000	3334	3334
REGIONS BANK 710612	8/21/2006	8/10/2007	8/10/2006	10000	3333	3333
Subtotal				573878	228674	228674
SALLIE MAE EDUCATION TRUST	1/8/2007	4/20/2007	12/1/2006	2625	2625	2625
SALLIE MAE EDUCATION TRUST	1/8/2007	4/20/2007	12/1/2006	4000	4000	4000
SALLIE MAE EDUCATION TRUST	1/8/2007	4/20/2007	12/13/2006	8800	3000	3000

RU 1902

[home page](#) [email](#) [site map](#)

REGIONS UNIVERSITY

Where Traditional and Online Education Merge

Regions University Online

[Log In: RU students](#)
[Online Courses](#)
[Academic](#)
[Calendar](#)
[Academic](#)
[Catalog](#)
[Library](#)
[Resources](#)
[Contact](#)
[Us](#)
[Degree
programs](#)
[Admissions
information](#)
[Financial Aid
services](#)
[Student
resources](#)

REQUEST INFORMATION

[Click here](#)

Call us today and learn more about our 33 degree programs
reaching students around the world

1.888.790.8080



Welcome to our site!

Choose your program:

College of Business and Leadership

[read more](#)

College of General Studies

[read more](#)

School of Human Services

[read more](#)

Turner School of Theology

[read more](#)


On August 2, 2006, the Board of Regents of Southern Christian University changed the institution's name to **REGIONS UNIVERSITY**. They determined that this name would enhance the university's opportunities and would complement the purpose and vision of this university as it accelerates its educational and religious heritage of *Going into all the regions of the world*.

Calendar September 2006



• Mid Terms
October 2-6 2006
• Fall Semester over
December 8, 2006

S	M	T	W	TH	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

News/Events



• Spiritual Enrichment
Forum
Sept. 25-27 2006
[>>read more](#)

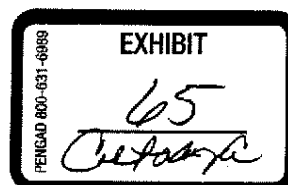


Is Regions Online learning program for me?

• [Try a sample course](#)
• [FAQ](#)

[Home](#) | [Blackboard Support](#) | [Careers](#) | [Site Map](#) | [Library](#) | [Electronic Campus](#) | [Armed Forces](#)

Regions University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools (1866 Southern Lane, Decatur, Georgia 30033-4097; Telephone number 404.679.4501) to award Associate of Arts, Bachelor of Arts, Bachelor of Science, Master of Arts, Master of Science, Master of Divinity, Doctor of Ministry, and Doctor of Philosophy degrees.



REGIONS UNIVERSITY


Where Traditional and Online Education Merge

www.regionsuniversity.edu



RU 237


FEB 07
1
-Lounge



REGIONS UNIVERSITY
A Christian University
Get Your Degree Online
With An Accredited University!
33 Online Degree Programs
regionsuniversity.edu | 1.888.790.8080

RU 1628

LAMPR - FEB 07 #2




REGIONS UNIVERSITY
A Christian University

- Business Information Systems -
- Homeland Security -
- Leadership and Management -


Visit us Online and view our 33 Degree Programs!
regionsuniversity.edu | 1.888.790.8080

LAMAR - FEB 07 #3



REGIONS UNIVERSITY
A Christian University

**Earn Your Business
Degree ONLINE!**

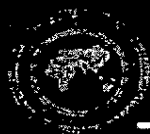


regionsuniversity.edu | 1.888.790.8080

RU 1630



Academic Catalog



**REGIONS
UNIVERSITY**

Where Traditional and Online Education Merge

www.regionsuniversity.edu

1.800.351.4040 - 334.387.3877

New Student Inquiries: 1.888.790.8080

Regions University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools (1866 Southern Lane, Decatur, Georgia 30033-4097, Telephone number 404.679.4501) to award Associate of Arts, Bachelor of Arts, Bachelor of Science, Master of Arts, Master of Science, Master of Divinity, Doctor of Ministry, and Doctor of Philosophy degrees.

EXHIBIT

113

RU 1943

Regions University Academic Catalog

2006-2007 Academic Year (Version 7.3, Effective May 5, 2007)



RU 1944

Academic Catalog for the 2006-2007 Academic Year (Version 7.3, Effective May 7, 2007)
Page 1

within the Regions University Catalog.

UNDERGRADUATE ENTRY-LEVEL ADMISSION REQUIREMENTS

Undergraduate Entry-Level College Admission—Unconditional:

1. Admission to Regions University's baccalaureate programs (four-year) will be granted to high school diploma graduates who score 17 or above on the American College Test (ACT) or 700 or above on the Scholastic Aptitude Test (SAT) of the College Entrance Examination Board. Applicants must present proof of a high school diploma and provide ACT or SAT scores to the Admissions Office at Regions University.
2. Applicants who are 20 years of age or older may be accepted without taking an aptitude test, but must present proof of a high school diploma or a GED to be unconditionally admitted.
3. Applicants who have not completed high school may be admitted on the basis of a GED.
4. Home-schooled applicants who have a composite ACT test score of 17 or an SAT score of 700 may be admitted as unconditional students. Additionally, a comprehensive Portfolio must be provided prior to admission (i.e., list of courses, books used, laboratory work, and any experiential learning). In addition, an interview with the student will be conducted by the Vice President of Academic Affairs or his or her designee.
5. Applicants from non-accredited high schools who have a composite ACT test score of 17 or an SAT score of 700 may be admitted as unconditional students. Graduates of non-accredited high schools must provide proof of a high school diploma and have completed a minimum of fifteen Carnegie Units. Also, an interview with the student will be conducted by the Vice President of Academic Affairs or his or her designee.



ADVANTISINE EXPANSIONS JAN. 1, 2004 - JUN 30, 2004

08/06/05 01:18:22 PM
 ACCOUNT DESCRIPTION REFERENCE BAL FWD DEBIT CREDIT END BAL
 S C U
 LEDGER TRIAL BALANCE (ALL ACCOUNTS)
 CLOSED & POSTED LEDGERS 7/01/2003 TO 6/30/2004
 GLTB1
 Page 205

842-01-0000-03-01-1 ADVERTISING

	POSTED FROM A/P	OPEN	A/P	20030710	41
C	POSTED FROM A/P	OPEN	A/P	20030729	35
C	POSTED FROM A/P	OPEN	A/P	20030808	13
C	POSTED FROM A/P	OPEN	A/P	20030821	61
C	POSTED FROM A/P	OPEN	A/P	20030822	3



RU 2720

08/06/05
01:18:23 PM

S C U
LEDGER TRIAL BALANCE (ALL ACCOUNTS)

GLTB1
Page 206

CLOSED & POSTED LEDGERS 7/01/2003 TO 6/30/2004

ACCOUNT	DESCRIPTION	REFERENCE	BAL FWD	DEBIT	CREDIT	END BAL
C	POSTED FROM A/P OPEN	A/P 20030905	11			
C	POSTED FROM A/P OPEN	A/P 20030915	11			
C	POSTED FROM A/P OPEN	A/P 20030924	11			
C	POSTED FROM A/P OPEN	A/P 20031002	35			
C	POSTED FROM A/P OPEN	A/P 20031010	15			
C	POSTED FROM A/P OPEN	A/P 20031016	11			
C	POSTED FROM A/P OPEN	A/P 20031030	65			
C	POSTED FROM A/P OPEN	A/P 20031031	7			
C	POSTED FROM A/P OPEN	A/P 20031120	39			
C	POSTED FROM A/P OPEN	A/P 20031126	35			
C	POSTED FROM A/P OPEN	A/P 20031201	21			
C	POSTED FROM A/P OPEN	A/P 20031201	37			
C	POSTED FROM A/P OPEN	A/P 20031216	19			
C	POSTED FROM A/P OPEN	A/P 20040112	27			
C	POSTED FROM A/P OPEN	A/P 20040124	13			
C	POSTED FROM A/P OPEN	A/P 20040202	31			
C	POSTED FROM A/P OPEN	A/P 20040209	15			
C	POSTED FROM A/P OPEN	A/P 20040216	13			
C	POSTED FROM A/P OPEN	A/P 20040219	29			
C	POSTED FROM A/P OPEN	A/P 20040224	41			
C	POSTED FROM A/P OPEN	A/P 20040226	7			
C	POSTED FROM A/P OPEN	A/P 20040226	11			
C	POSTED FROM A/P OPEN	A/P 20040311	19			
C	POSTED FROM A/P OPEN	A/P 20040311	43			
C	POSTED FROM A/P OPEN	A/P 20040401	67			
C	POSTED FROM A/P OPEN	A/P 20040402	7			
C	POSTED FROM A/P OPEN	A/P 20040406	15			
C	POSTED FROM A/P OPEN	A/P 20040415	17			
C	POSTED FROM A/P OPEN	A/P 20040423	7			
C	POSTED FROM A/P OPEN	A/P 20040511	21			
C	POSTED FROM A/P OPEN	A/P 20040525	37			
C	POSTED FROM A/P OPEN	A/P 20040604	23			
C	POSTED FROM A/P OPEN	A/P 20040608	9			
C	POSTED FROM A/P OPEN	A/P 20040610	9			
C	POSTED FROM A/P OPEN	A/P 20040616	11			
C	POSTED FROM A/P OPEN	A/P 20040622	9			
C	CHRISTIANITY TODAY REIMBURSE	JAN 656	2			
C	REV FY A/P ACCRUALS	JUN 384	12			
C	RECORD FY 2004 A/P ACCRUALS	JUN 797	1			
C	RECORD FY 2004 A/P ACCRUALS	JUN 798	5			
				43,770.63		
				14,034.36		
				1,535.00		
				11,174.65		
				300.00		
				434.01		
				3,822.00		
				430.50		
				14,375.00		
				5,351.60		
				1,690.00		
				16,960.16		
				575.00		
				4,139.00		
				38,787.53		
				5,886.50		
				50,817.00		
				20,047.71		
				9,728.25		
				11,050.85		
				15,620.00		
				434.01		
				981.49-		
				1,886.32-		
				50.00		

Net Change

RU 2721

ADVERTISING EXPENDITURES JULY 1, 2004 - JUNE 30, 2005

08/06/05
11:43:41 AM

S C U
LEDGER TRIAL BALANCE (ALL ACCOUNTS)

GL TRI
Page 212

ACCOUNT

DESCRIPTION
CLOSED & POSTED LEDGERS 7/01/2004 TO 6/30/2005
REFERENCE BAL FWD

DEBIT

CREDIT

END BAL

842-01-0000-03-01-1

ADVERTISING

ACCOUNT	DESCRIPTION	REFERENCE	BAL FWD	DEBIT	CREDIT	END BAL
C	POSTED FROM A/P OPEN	A/P 20040709	23	35,076.19		
C	POSTED FROM A/P OPEN	A/P 20040721	15	1,027.00		
C	POSTED FROM A/P OPEN	A/P 20040727	33	14,817.65		
C	POSTED FROM A/P OPEN	A/P 20040806	15	31,787.29		
C	POSTED FROM A/P OPEN	A/P 20040816	13	26,346.77		
C	POSTED FROM A/P OPEN	A/P 20040819	7	4,551.75		
C	POSTED FROM A/P OPEN	A/P 20040824	37	15,855.00		
C	POSTED FROM A/P OPEN	A/P 20040901	35	2,457.01		
C	POSTED FROM A/P OPEN	A/P 20040910	11	12,292.60		
C	POSTED FROM A/P OPEN	A/P 20040914	5	11,741.25		
C	POSTED FROM A/P OPEN	A/P 20040930	41	10,431.23		
C	POSTED FROM A/P OPEN	A/P 20041005	13	15,125.00		
C	POSTED FROM A/P OPEN	A/P 20041014	9	1,517.25		
C	POSTED FROM A/P OPEN	A/P 20041025	43	11,673.96		
C	POSTED FROM A/P OPEN	A/P 20041104	19	575.00		

RU 2722

08/06/05
11:43:42 AMS C U
LEDGER TRIAL BALANCE (ALL ACCOUNTS)GLTRI:
Page 213

ACCOUNT

CLOSED & POSTED LEDGERS 7/01/2004 TO 6/30/2005

DESCRIPTION	REFERENCE	BAL FWD	DEBIT	CREDIT	END BAL
C POSTED FROM A/P OPEN	A/P 20041108	5	867.85		
C POSTED FROM A/P OPEN	A/P 20041110	11	5,806.00		
C POSTED FROM A/P OPEN	A/P 20041115	7	4,447.50		
C POSTED FROM A/P OPEN	A/P 20041116	3	6,000.00		
C POSTED FROM A/P OPEN	A/P 20041124	35	34,500.00		
C POSTED FROM A/P OPEN	A/P 20041201	13	300.00		
C POSTED FROM A/P OPEN	A/P 20041202	3	43,258.05		
C POSTED FROM A/P OPEN	A/P 20041210	5		34,500.00	
C POSTED FROM A/P OPEN	A/P 20041213	21	42,174.50		
C POSTED FROM A/P OPEN	A/P 20041223	5	12,095.78		
C POSTED FROM A/P OPEN	A/P 20041223	43	734.01		
C POSTED FROM A/P OPEN	A/P 20050106	15	41,929.25		
C POSTED FROM A/P OPEN	A/P 20050120	15	9,595.26		
C POSTED FROM A/P OPEN	A/P 20050201	39	8,662.00		
C POSTED FROM A/P OPEN	A/P 20050208	23	1,077.50		
C POSTED FROM A/P OPEN	A/P 20050321	15	4,681.79		
C POSTED FROM A/P OPEN	A/P 20050404	33	6,000.00		
C POSTED FROM A/P OPEN	A/P 20050412	13	1,059.01		
C POSTED FROM A/P OPEN	A/P 20050413	11	7,450.00		
C POSTED FROM A/P OPEN	A/P 20050414	7	24,151.56		
C POSTED FROM A/P OPEN	A/P 20050420	13	50.00		
C POSTED FROM A/P OPEN	A/P 20050505	7	14,337.42		
C POSTED FROM A/P OPEN	A/P 20050510	9	13,700.01		
C POSTED FROM A/P OPEN	A/P 20050519	7	31,059.29		
C POSTED FROM A/P OPEN	A/P 20050526	5	33,536.27		
C POSTED FROM A/P OPEN	A/P 20050609	21	22,616.25		
C POSTED FROM A/P OPEN	A/P 20050616	7	434.01		
C POSTED FROM A/P OPEN	A/P 20050629	67	24,101.26		
C REVERSE FY 2004 A/P ACCRUALS	A/P 20050630	3	71,495.08		
C REVERSE FY 2004 A/P ACCRUALS	JUL 328	1	434.01		
C REVERSE FY 2004 A/P ACCRUALS	JUL 329	5	4,216.01		
C REVERSE FY 2004 A/P ACCRUALS	JUN 855	5	867.85		
C REVERSE FY 2004 A/P ACCRUALS	JUN 863	2	50.00		
C REVERSE FY 2004 A/P ACCRUALS	JUN 863	9	2,850.00		
C REVERSE FY 2004 A/P ACCRUALS	NOV 426	1	36,129.89		
Net Change			707,294.51	34,158.34	
			637,719.32	69,576.19	

RU 2723

RU 2724

07/18/06
03:30:42 PMS C
LEDGER TRIAL BALANCE (ALL ACCOUNTS)GLTBI
Page 230CLOSED & POSTED LEDGERS 7/01/2005 TO 6/30/2006
(Period 1 TO Period 12)

ACCOUNT	DESCRIPTION	REFERENCE	BAL FWD	DEBIT	CREDIT	END BAL
10	4/30/2006 C POSTED FROM A/P OPEN	A/P 20060419	29			
10	4/30/2006 C POSTED FROM A/P OPEN	A/P 20060420	29			
10	4/30/2006 C POSTED FROM A/P OPEN	A/P 20060427	33			
11	5/31/2006 C POSTED FROM A/P OPEN	A/P 20060516	21			
11	5/31/2006 C POSTED FROM A/P OPEN	A/P 20060527	35			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060601	33			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060602	5			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060614	21			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060615	5			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060626	67			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060628	7			
12	6/30/2006 P POSTED FROM A/P OPEN	A/P 20060630	7			
12	6/30/2006 P RECORD A/P ACCRUALS	JUN 908	7			
12	6/30/2006 P RECORD A/P ACCRUALS	JUN 908	8			
	Net Change			7,034.59	523.48-	
				12,969.60		
				5,460.00		
				5,149.20		
				17,322.08		
				746,304.10		
				706,349.23		
					39,954.87-	
						706,349.23

RU 2725

06/29/07
10:33:37 AM

STUDENT ADDITIONS July 1, 2006 - June 29, 2007

REGIONS UNIVERSITY
LEDGER TRIAL BALANCE (ALL ACCOUNTS)CLOSED & POSTED LEDGERS 7/01/2006 TO 6/30/2007
(Period 1 TO Period 12)

ACCOUNT	DESCRIPTION	REFERENCE	R/L FWD	DEBIT	CREDIT	END BAL
842-01-0000-03-01-1	ADVERTISING		0.00			
1	POSTED FROM A/P OPEN	A/P 20060724	17	22,471.28		
1	REVERSE FY 06 ACCRUALS	JUL 376	69	5,465.11		
1	REVERSE AUDIT ADJ 5--ACCRUALS	JUL 392	7		5,149.20-	
2	POSTED FROM A/P OPEN	A/P 20060803	39	109,285.19		17,322.08-
2	POSTED FROM A/P OPEN	A/P 20060811	9	23,144.86		2,146.00-
2	POSTED FROM A/P OPEN	A/P 20060831	39	59,928.08		
3	POSTED FROM A/P OPEN	A/P 20060911	7	54.00		
3	POSTED FROM A/P OPEN	A/P 20060929	37	19,820.47		
4	POSTED FROM A/P OPEN	A/P 20061003	13	13,965.22		
4	POSTED FROM A/P OPEN	A/P 20061010	11	2,787.70		
4	POSTED FROM A/P OPEN	A/P 20061017	7	1,634.39		
4	POSTED FROM A/P OPEN	A/P 20061030	9	21,178.00		
4	POSTED FROM A/P OPEN	A/P 20061030	19	31,447.50		
4	POSTED FROM A/P OPEN	A/P 20061102	23		7,000.00-	
5	POSTED FROM A/P OPEN	A/P 20061112	11	1,176.90		
5	POSTED FROM A/P OPEN	A/P 20061127	9	2,495.61		
5	POSTED FROM A/P OPEN	A/P 20061127	5	6,436.16		
5	POSTED FROM A/P OPEN	A/P 20061130	37	3,150.00		
6	POSTED FROM A/P OPEN	A/P 20061206	9	17,551.10		
6	POSTED FROM A/P OPEN	A/P 20061207	9	3,402.00		
6	POSTED FROM A/P OPEN	A/P 20061215	1	26,050.50		
6	POSTED FROM A/P OPEN	A/P 20061219	11	49,811.48		
6	POSTED FROM A/P OPEN	A/P 20061220	3	54.00		
6	POSTED FROM A/P OPEN	A/P 20061221	3	4,521.45		
7	POSTED FROM A/P OPEN	A/P 20070109	18	3,780.00		
7	POSTED FROM A/P OPEN	A/P 20070111	6	11,574.00		
7	POSTED FROM A/P OPEN	A/P 20070119	4	147,590.68		
7	POSTED FROM A/P OPEN	A/P 20070124	6	38,347.80		
7	POSTED FROM A/P OPEN	A/P 20070124	24	2,626.00		
7	POSTED FROM A/P OPEN	A/P 20070126	4	6,686.10		
8	POSTED FROM A/P OPEN	A/P 20070207	10	14,550.00		
8	POSTED FROM A/P OPEN	A/P 20070208	6	4,911.29		
8	POSTED FROM A/P OPEN	A/P 20070212	2	21,558.70		
8	POSTED FROM A/P OPEN	A/P 20070213	12		4,000.00-	
8	POSTED FROM A/P OPEN	A/P 20070213	28	21,520.13		
8	POSTED FROM A/P OPEN	A/P 20070214	4	12,579.60		1,620.00-
8	POSTED FROM A/P OPEN	A/P 20070221	18	56.00		
9	POSTED FROM A/P OPEN	A/P 20070227	34	7,800.00		
9	POSTED FROM A/P OPEN	A/P 20070309	8	71,341.03		
9	POSTED FROM A/P OPEN	A/P 20070314	8	82,282.20		
9	POSTED FROM A/P OPEN	A/P 20070320	8	5,615.00		

RU 2727

SHLESINGER, ARKWRIGHT & GARVEY LLP

PATENT, TRADEMARK & COPYRIGHT LAW

ESTABLISHED 1950

1420 KING STREET

SUITE 600

ALEXANDRIA, VIRGINIA 22314

GEORGE A. ARKWRIGHT (JUL.)
GEORGE A. GARVEY (JUL.)

TELEPHONE: (703) 684-5000

FAX: (703) 836-5288

FAX: (703) 836-5698

EMAIL: PATENTS@SAGLLP.COM

JAMES E. SHLESINGER
JOSEPH P. DE LUON
MICHAEL M. ZAKRZNY
TERENCE L.H. BROWN
DANIEL T. EARLE

OF COUNSEL

B. EDWARD SHLESINGER, JR.

*ADMITTED TO A BAR OTHER THAN VIRGINIA

Our Ref. No.

T-299/06

August 2, 2006

Southern Christian University
1200 Taylor Road
Montgomery, Alabama 36117

Attention: Dr. Rex Turner

Re: Service Mark Registrability Searches and Opinions
TURNER UNIVERSITY
REX UNIVERSITY
REGIONS UNIVERSITY
Our Docket No. T-299/2006

Dear Dr. Turner:

Further to prior telephone discussions and e-mail correspondence, and confirming our e-mail, dated July 27, 2006, we conducted searches of the Trademark records at the United States Patent and Trademark Office in an effort to determine registrability of each of the above-identified marks, with use in association with educational services at the post-secondary level.

Our searches developed the following trademarks, copies enclosed:

A. Service Mark - TURNER UNIVERSITY:

TURNER & DESIGN	2,013,135
TURNER LEARNING	
& DESIGN	2,268,183
TURNER HILL	2,527,970

RU 3635

Exhibit 501

Southern Christian University
 August 2, 2006
 Page -2-

TURNER SOUTH	2,605,159
TURNER KNOWLEDGE	
NETWORK	3,066,274
TURNER ADVENTURE	
LEARNING	1,999,110

B. Service Mark - REX UNIVERSITY:

REX READER	2,894,999
REX READER	76/078,467
MOTHER T-REX ADVENTURES	76/544,634
REX RIGHT & DESIGN	2,566,454
MIDAS REX	1,563,872
IREX	79/016,734
MULTITREX (STYLIZED)	78/913,083
REX ROUNDTABLES FOR	
EXECUTIVES	78/585,097
REXCOR	75/717,997
REXIS	74/038,909
TREX	2,937,507
EUREX	2,941,068
REXLINK	2,376,763
RMX	79/018,518
REX MAGAZINE	78/234,273

C. Service Mark - REGIONS UNIVERSITY:

REGION 4 EDUCATED	
SOLUTIONS & DESIGN	78/787,111
REGIONS CHARITY	
CLASSIC	78/868,133
BIOCONNEX CONNECTING	
THE REGION'S BIOTECH	
COMMUNITY & DESIGN	3,115,769
REGIONAL CONNECTS	3,087,626

RU 3636

Southern Christian University
August 2, 2006
Page -3-

NORTH CENTRAL	
REGIONAL EDUCATION	
LABORATORY	2,692,034
REGIONAL LEADERSHIP	
INSTITUTE	2,797,070
UNIVERSITAS REGISIANA	3,100,077
REGIS UNIVERSITY	3,081,812
REGENT UNIVERSITY	
& DESIGN	1,682,259
REGENTS OF THE	
UNIVERSITY OF	
MINNESOTACOMMUNE	
VINCULUM OMNIBUS	
ANTIBUS & DESIGN	1,163,131
REGAL UNIVERSITY	3,074,386
REGIS COLLEGE AND	
ADVANTAGE PROGRAM	2,749,900

OPINION

As you have been previously advised, we are of the opinion that the marks, REX UNIVERSITY, and, REGIONS UNIVERSITY, are registrable with the United States Patent and Trademark Office. Assuming you adopt one or more of these marks, we recommend that you proceed with applications at this time.

For a single class application, our cost to prepare and file the Application is [REDACTED]. The government filing fee is \$325.00. For your consideration, a single application would cover educational services. It would not cover, however, products or merchandise incidental to the services. Thus, for example, if you wish to protect the mark for clothing, you would need to file a separate application to cover the clothing classification of goods.

If you wish to proceed with an application, kindly advise if the ownership of the mark is different from the registration issued for the mark, SOUTHERN CHRISTIAN UNIVERSITY. If the owner is different, we would need the exact corporate name, state of incorporation, and principal place of business.

RU 3637

Southern Christian University
August 2, 2006
Page -4-

Finally, please feel free to give me a call to discuss any aspect of the application, including broadening the scope of services or goods associated with the mark at issue.

Our statement for services is also enclosed. If you have any questions, please advise.

Very truly yours,

James E. Shlesinger

SHLESINGER, ARKWRIGHT & GARVEY LLP

JES/ds
Enclosures

RU 3638

Turner Broadcasting System, Inc.

Turner Broadcasting System, Inc. (TBS)

2
Page 1 of 1



Word Mark TURNER
Goods and Services IC 041 US 100 101 107 G & S television programming FIRST USE 19700101 FIRST USE
IN COMMERCE 19700101
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 26 11.27 Oblongs
Serial Number 74640752
Filing Date February 28, 1995
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition August 13, 1996
Registration Number 2013135
Registration Date November 5, 1996
Owner (REGISTRANT) Turner Broadcasting System, Inc. CORPORATION GEORGIA One CNN
Center Box 105366 Atlanta GEORGIA 303485366
Type of Mark SERVICE MARK
Register PRINCIPAL
Affidavit Text SECT 15 SECT 8 (8-YR).
Live/Dead Indicator LIVE

10/20/97 10:20
10/20/97 10:20

TURNER LEARNING SYSTEM (11.03)

Page 1 of 1



Word Mark	TURNER LEARNING
Goods and Services	IC 041, US 100 101 107, C & S: Production of educational television programs and live television presentations designed specifically for school use to help students learn about current events, science, business, geography and global affairs. FIRST USE: 19970211 FIRST USE IN COMMERCE: 19970211
Mark Drawing Code	(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code	24.17.25 - Biohazard symbol; Degree sign; Equal sign; Greater than symbol (mathematical); Handicapped symbol; Hazardous materials symbol; Less than symbol (mathematical); Peace symbol; Pound sign (#); Recycling symbol; Yin Yang symbol 26.11.21 - Rectangles that are completely or partially shaded
Serial Number	75335019
Filing Date	August 4, 1997
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	May 18, 1999
Registration Number	2268183
Registration Date	August 10, 1999
Owner	(REGISTRANT) Turner Learning, Inc. CORPORATION GEORGIA One CNN Center Box 105366 Atlanta GEORGIA 30348-0366
Type of Mark	SERVICE MARK
Register	PRINCIPAL
Affidavit Text	SECT 15, SECT 8 (6-YR).
Live/Dead Indicator	LIVE

08/17/2007 10:07 AM
 10/17/2007 10:07 AM

10/17/2007 10:07 AM

Trademark Electronic Search System (TESS)

Page 1 of 1

Typed Drawing

Word Mark TURNER HILL

Goods and Services IC 041, US 100 101 107, G & S: Recreational facility services, namely provision of cross-country ski trails, hiking trails, tennis courts, golf course, health club facilities. FIRST USE: 20010501. FIRST USE IN COMMERCE: 20010501

IC 042, US 100 101, G & S: Resort hotel services, providing general purpose conference facilities and health spa facilities. FIRST USE: 19970600. FIRST USE IN COMMERCE: 19970600

IC 037, US 100 103 106, G & S: real estate development. FIRST USE: 20010601. FIRST USE IN COMMERCE: 20010601

Mark Drawing Code (1) TYPED DRAWING

Design Search Code

Serial Number 75637045

Filing Date February 10, 1999

Current Filing Basis 1A

Original Filing Basis 1B

Published for Opposition May 2, 2000

Registration Number 2527970

Registration Date January 8, 2002

Owner (REGISTRANT) Turner Hill Preservation Associates, LLC LTD LIAB CO MASSACHUSETTS 305 Dartmouth Street Boston MASSACHUSETTS 02116

Attorney of Record ROBERT M. O'CONNELL JR

Type of Mark SERVICE MARK

Register PRINCIPAL

Live/Dead Indicator LIVE

USPTO
 Trademark Electronic Search System (TESS)

RU 3642

Trademark Electronic Search System (TESS)

Page 1 of 1

Typed Drawing

Word Mark TURNER SOUTH
Goods and Services IC 041, US 100, 101, 102, G & S, entertainment and education services in the nature of television and computer on-line programming distributed via cable and broadcast television, radio and the global information services network, FIRST USE: 19991001, FIRST USE IN COMMERCE: 19991001

Mark Drawing Code (1) TYPED DRAWING

Design Search Code

Serial Number 75634965

Filing Date February 5, 1999

Current Filing Basis 1A

Original Filing Basis 1B

Published for Opposition August 28, 2001

Registration Number 2805159

Registration Date August 6, 2002

Owner (REGISTRANT) TURNER REGIONAL ENTERTAINMENT NETWORK, INC. CORPORATION
 GEORGIA TURNER BROADCASTING SYSTEM, INC. ONE CNN CENTER, BOX 105573
 ATLANTA GEORGIA 30348

(LAST LISTED OWNER) TURNER ENTERTAINMENT NETWORKS, INC. CORPORATION
 GEORGIA ONE CNN CENTER, 13 NORTH C/O TURNER BROADCASTING SYSTEM, INC.
 ATLANTA GEORGIA 30303

Assignment Recorded ASSIGNMENT RECORDED

Attorney of Record Cathy Hampton

Prior Registrations 1960664, 1960665, 2007595, 2013135, 2073516, AND OTHERS

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SOUTH" APART FROM THE MARK AS SHOWN

Type of Mark SERVICE MARK

Register PRINCIPAL

Live/Dead Indicator LIVE

U.S. PATENT & TRADEMARK
OFFICE

Trademark Electronic Search System (TESS)

08/15/04

Page 1 of 1

Typed Drawing

Word Mark TURNER KNOWLEDGE NETWORK
Goods and Services IC 037, US 100 103 106 G & S: Providing computer hypertext links to the websites of others via the Internet featuring construction management and building construction information; providing databases in the fields of building construction and construction management services; and providing online information and news in the field of construction. FIRST USE: 20020501. FIRST USE IN COMMERCE: 20020501

IC 041, US 100 101 107 G & S: Educational services, namely, providing training in the fields of construction, insurance, financial, mechanical and electrical industries. FIRST USE: 20020501. FIRST USE IN COMMERCE: 20020501

Mark Drawing Code (1) TYPED DRAWING
Design Search Code
Serial Number 76378599
Filing Date March 5, 2002
Current Filing Basis 1A
Original Filing Basis 1B
Published for Opposition March 2, 2004
Registration Number 3066274
Registration Date March 7, 2006
Owner (REGISTRANT) Turner Corporation, The CORPORATION DELAWARE Bank of America Plaza 901 Main Street, Suite 4900 Dallas TEXAS 75202
Attorney of Record Diane K. Lettelleir, Esq.
Prior Registrations 2380945;2380949;2440011
Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "NETWORK" APART FROM THE MARK AS SHOWN
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE

08/17/2007 10:00
 08/17/2007 10:00

COMMERCIAL ELECTRONIC SEARCH SYSTEM (CLASS)

08/17/2007

Page 1 of 1

Typed Drawing

Word Mark	TURNER ADVENTURE LEARNING
Goods and Services	(CANCELLED) (G 041, US 100 101 107, G & S: education and entertainment, namely developing, producing and providing electronic field trips which are telecast via cable or satellite and which are supported by computer on line services, manuals and workbooks, FIRST USE 19940518 FIRST USE IN COMMERCE 19940518
Mark Drawing Code	(1) TYPED DRAWING
Design Search Code	
Serial Number	74601963
Filing Date	November 22, 1994
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	June 18, 1996
Registration Number	1999110
Registration Date	September 10, 1996
Owner	(REGISTRANT) Turner Educational Services, Inc. CORPORATION GEORGIA One CNN Center Box 105366 Atlanta GEORGIA 303465366
Attorney of Record	Monica Valencia Franklin
Disclaimer	NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "LEARNING" APART FROM THE MARK AS SHOWN
Type of Mark	SERVICE MARK
Register	PRINCIPAL
Live/Dead Indicator	DEAD
Cancellation Date	June 14, 2003

PT-A100-10001
10/16/04

2008.10

*** User: tms18 *** Ser 1 Number: 76557905 *** 05/2006 9:41:24 AM ***

[Typed Drawing]

Mark

REX READER

Goods and Services

IC 041. US 100 101 107. G & S: EDUCATIONAL SERVICES, NAMELY PROVIDING
ELEMENTARY LEVEL READING ACTIVITIES AND GAMES, OFFERED ON THE INTERNET,
TO ENHANCE THE READING SKILLS OF THE PARTICIPANT. FIRST USE: 20031009.
FIRST USE IN COMMERCE: 20031009

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

76557905

Filing Date

October 24, 2003

Current Filing Basis

1A

Original Filing Basis

1A

Publication for Opposition Date

July 27, 2004

Registration Number

2894999

Registration Date

October 19, 2004

Owner Name and Address

(REGISTRANT) Sylvan Learning, Inc. CORPORATION MARYLAND 1000 Lancaster
Street Baltimore MARYLAND 21202

Type of Mark

SERVICE MARK

Register

PRINCIPAL

Live Dead Indicator

LIVE

Attorney of Record

Mark B. Harrison

*** Search: 2 *** Document Number: 15 ***

RU 3645

*** User: tms18 *** Sex 1 Number: 76078467 *** 15/2006 9:41:25 AM ***

[Typed Drawing]

Mark

REX READER

Goods and Services

(ABANDONED) IC 041. US 100 101 107. G & S: EDUCATIONAL SERVICES, NAMELY, PROVIDING ELEMENTARY LEVEL READING ACTIVITIES AND GAMES, OFFERED ON A GLOBAL COMPUTER NETWORK, TO ENHANCE THE READING SKILLS OF THE PARTICIPANT. FIRST USE: 19990421. FIRST USE IN COMMERCE: 19990421

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

76078467

Filing Date

June 27, 2000

Current Filing Basis

1B

Original Filing Basis

UNKNOWN

Publication for Opposition Date

September 17, 2002

Owner Name and Address

(APPLICANT) Sylvan Learning Systems, Inc. CORPORATION MARYLAND 1000
Lancaster Street Baltimore MARYLAND 21202

Assignment Recorded

ASSIGNMENT RECORDED

Disclaimer Statement

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "READER" APART FROM THE
MARK AS SHOWN

Type of Mark

SERVICE MARK

Register

PRINCIPAL

Live/Dead Indicator

DEAD

Abandonment Date

December 8, 2003

Attorney of Record

MARK HARRISON

*** search: 2 *** Document Number: 20 ***

RU 3646

2007-09-15 10:41:25 AM
2007-09-15 10:41:25 AM

2007-09-15

*** User: tkms18 *** Ser. # Number: 76544634 *** 25/2006 9:41:25 AM ***

[Typed Drawing]

Mark

MOTHER T-PEX ADVENTURES

Goods and Services

IC 941. US 100 101 107. G & S: Educational services, namely providing courses of instruction at various levels from preschool through high school; entertainment services, namely, organizing and conducting student sporting, music and dance events

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

76544634

Filing Date

September 15, 2003

Current Filing Basis

1B

Original Filing Basis

1B

Publication for Opposition Date

June 8, 2004

Owner Name and Address

(APPLICANT) Dawson, John INDIVIDUAL UNITED STATES 9331B Katy Freeway PMB
132 Houston TEXAS 77024

Type of Mark

SERVICE MARK

Register

PRINCIPAL

Live Dead Indicator

LIVE

Attorney of Record

ELIZABETH R HALL

*** Search: 2 *** Document Number: 16 ***

RU 3647

US 77 21 1999
2000 49 1

10/1/00

*** Serial: 75817484 *** Ser. Number: 75817484 *** 10/2006 9:41:25 AM ***



Mark

REX RIGHT

Goods and Services

IC 016. US 002 005 022 023 029 037 038 050. G & S: NOTEBOOKS FOR ORGANIZING AND STORING PAPERWORK ASSOCIATED WITH THE DISPENSING OF CONTROLLED SUBSTANCES; AND PRINTED EDUCATIONAL BROCHURES TEACHING THE DISPENSING OF CONTROLLED SUBSTANCES. FIRST USE: 19981026. FIRST USE IN COMMERCE: 19981026

IC 041. US 100 101 107. G & S: PROVIDING EDUCATIONAL INFORMATION TO PHARMACIES INSTRUCTING A) HOW TO COMPLY WITH US DRUG ENFORCEMENT AGENCY REGULATIONS CONCERNING CONTROLLED SUBSTANCES, AND B) HOW TO DISPENSE CONTROLLED SUBSTANCES. FIRST USE: 19981026. FIRST USE IN COMMERCE: 19981026

Mark Drawing Code

(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

Design Code

02.01.31 Men, stylized, including men depicted in caricature form
36.01.02 Circles, plain single line; Plain single line
circles

Serial Number:

75817484

Issuing Date

October 7, 1999

Patent Filing Date

RU 3648

*** Design: 2 *** Document Number: 26 ***

(cont)

08/17/2007

*** User: sm15 *** Serial Number: 75817484 ***

1A

Allegation Filing Basis

1A

Publication for Opposition Date

February 12, 2002

Registration Number

2566484

Registration Date

May 7, 2002

Owner Name and Address

(REGISTRANT) Mallinckrodt Inc. CORPORATION DELAWARE 675 McDonnell
Boulevard P.O. Box 5840 St. Louis MISSOURI 63134

Type of Mark

TRADEMARK. SERVICE MARK

Register

PRINCIPAL

Live Dead Indicator

LIVE

Attorney of Record

Jeffrey S. Boone

*** Search: 2 *** Document Number: 25 ***

RU 3649

*** User: tms19 *** Ser: 1 Number: 73778773 *** 15 2006 9:41:26 AM ***

Mark

[Typed Drawing]

MIDAS REX

Goods and Services

IC 041. US 100 101 107. G & S: EDUCATIONAL SERVICES, NAMELY,
CONDUCTING SEMINARS AND HANDS-ON WORKSHOPS IN THE FIELD OF [POSTGRADUATE
] NEUROSURGERY, BONE DISSECTION, CRANIAL SURGERY, FACIAL SURGERY, SPINAL
SURGERY, BIOPLASTICS AND BIOMETALS. FIRST USE: 19800900. FIRST USE IN
COMMERCE: 19800900

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

73778773

Filing Date

February 6, 1989

Current Filing Basis

1A

Original Filing Basis

1A

Publication for Opposition Date

August 8, 1989

Registration Number

1563872

Registration Date

October 31, 1989

Owner Name and Address

(REGISTRANT) MIDAS REX PNEUMATIC TOOLS, INC. CORPORATION TEXAS P.O. BOX
911001 FORT WORTH TEXAS 76111

(LAST LISTED OWNER) MEDTRONIC, INC. CORPORATION MINNESOTA 710 MEDTRONIC
PARKWAY MINNEAPOLIS MINNESOTA 554325604

Assignment Recorded

ASSIGNMENT RECORDED

Prior Registration(s)

1435398

Type of Mark

SERVICE MARK

Register

PRINCIPAL

RU 3650

*** Search: 2 *** Document Number: 45 ***

(cont.)

FILED 08/17/2007

*** User: UNS18 *** Serial Number: 73778773 ***

Affidavit Text:

SLOT 15 SECT 3 6 YRS

Live/Dead Indicator

010

Attorney of Record

JAMES E. BRADLEY

*** Search: 2 *** Document Number: 45 ***

RU 3651

08/17/2007

2 - 1

*** Serial Number: 75016734 ***

Type of Mark
TRADEMARK SERVICE MARK

Register
PRINCIPAL

Live/Dead Indicator:
LIVE

*** Serial: 6 *** Document Number: 2 ***

RU 3653

*** User: tms16 *** Ser: 1 Number: 78913083 *** 15/2006 9:48:45 AM ***

MULTITREX®

Mark
MULTITREX

Goods and Services
IC 016. US 002 005 022 023 029 037 039 050. G & S: Workbooks directed
to adult vocational education. FIRST USE: 19981101. FIRST USE IN
COMMERCE: 19981101

Mark Drawing Code
(5) WORDS, LETTERS, AND/OR NUMBERS IN STYLIZED FORM

Serial Number
78913083

Filing Date
June 21, 2006

Current Filing Basis
1A

Original Filing Basis
1A

Owner Name and Address
(APPLICANT) Goodwill Industries of Northern Illinois, Inc. NON-PROFIT
CORPORATION ILLINOIS 1907 Kishwaukee St. Rockford ILLINOIS 611045121

Prior Registration(s)
2294571

Description of Mark
The mark consists of The word MULTITREX in capital letters..

Type of Mark
TRADEMARK

*** Section: 6 *** Document Number: 2 ***

(cont.)

RU 3654

7. - 21.

2006/03/11 09:48:45 AM

2006/03/11 09:48:45 AM

*** User: tmsie *** Ser: 1 Number: 78585097 *** 03/20/06 9:48:45 AM ***

REX ROUNDTABLES FOR EXECUTIVES

Mark

REX ROUNDTABLES FOR EXECUTIVES

Goods and Services

IC 041. US 100 101 107. C & S: **EDUCATION** SERVICES, NAMELY,
CONDUCTING ROUND TABLE EDUCATIONAL CONFERENCES FOR EXECUTIVES. FIRST
USE: 20040420. FIRST USE IN COMMERCE: 20040420

Standard Characters Claimed

STANDARD CHARACTERS CLAIMED

Mark Drawing Code

(4) STANDARD CHARACTER MARK

Serial Number

78585097

Filing Date

March 11, 2006

Current Filing Basis

1A

Original Filing Basis

1A

Owner Name and Address

APPLICANT: PT2, INC CORPORATION CALIFORNIA 13920 Olive Mesa Court Poway
CALIFORNIA 92164

Disclaimer Statement

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE ROUNDTABLES FOR EXECUTIVES
APART FROM THE MARK AS SHOWN

Type of Mark

SERVICE MARK

Reg. No.

20060311

*** Search: 1 *** Document Number: 4 ***

RU 3656

(cont)

08/17/2007 10:00 AM

08/17/2007 10:00 AM

*** User: rms18 *** Serial Number: 78585097 ***

Live Dead Indicator
LIVE

Attorney of Record
Christopher M. Day

*** Session: 6 *** Document Number: 4 ***

RU 3657

*** User: tms18 *** Ser: 1 Number: 75717997 ***

05/28/99 9:48:45 AM ***

Mark

[Typed Drawing]

REXNER

Goods and Services

(ABANDONED) IC 016. US 002 005 022 023 029 037 038 050. G & S: Paper and paper articles, namely, writing paper, construction paper, craft paper, wrapping paper, loose leaf paper, trading cards, stationery, paper and cardboard cut-out figures for use as wall decorations, paper and cardboard cut-out figures for educational purposes, gift wrapping paper, paper party goods, namely, paper party bags, paper party decorations, paper party hats, paper cake decorations, pictures, photographic prints, mounted photographs, unmounted photographs, posters and art reproductions, publications, namely, magazines for children's education and entertainment, books, namely, picture books, children's activity books, notebooks, scrap books, diaries, composition books, telephone and address books, coloring and children's books, loose leaf binders, photo and stamp albums, paper banners, cartoons, namely, cartoon prints, newspaper cartoons, newspaper comic strips, series of comic books, bulletin boards, blackboards, clip boards, calendars, pens and pencils, pen and pencil boxes and cases, erasers, markers, crayons, chalk, paper staplers, arts and crafts paint kits, art paper, crepe paper, painting sets for children, easels, paint brushes, appliques in the form of decals, greeting, note, blank and playing cards, writing and note paper and pads, book covers, book marks, desk sets, desk top organizers, paper napkins, paper place mats, paper bags, paper and cardboard boxes, decals, stickers, bumper stickers, table linens made of paper, bathroom and facial tissues, plastic place mats and rubber stamps

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

75717997

Filing Date

May 28, 1999

Current Filing Basis

1B

Original Filing Basis

1B

Publication for Opposition Date

November 23, 1999

Owner Name and Address

(APPLICANT) Fox Family Properties, Inc. CORPORATION DELAWARE 10960
Wilshire Boulevard Los Angeles CALIFORNIA 90024

Type of Mark

TRADEMARK

RU 3658

*** Search: 6 *** Document Number: 95 ***

(cont)

A. ...

Attorney of Record
Angela Small

RU 3659

2006-08-17 10:05
2006-08-17 10:05

2006-08-17

*** User: tms18 *** Ser: 1 Number: 74038909 *** 25/2006 9:48:46 AM ***

Mark (Typed Drawing)

REXTS

Goods and Services

(ABANDONED) IC 038, US 104, G & S: research, education, licensing
and training related to an electronic multi dimensional reference system

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

74038909

Filing Date

March 16, 1990

Current Filing Basis

1B

Original Filing Basis

1B

Owner Name and Address

(APPLICANT) Filley & Company, Inc. CORPORATION NEW JERSEY Somerset
Airport Bedminster NEW JERSEY 07921

Type of Mark

SERVICE MARK

Register

PRINCIPAL

Live Dead Indicator

DEAD

Abandonment Date

January 12, 1991

Attorney of Record

Eliot S. Gerber

*** Search: 0 *** Document Number: 24 ***

RU 3660

*** User: tms18 *** Ser. 1 Number: 76578679 *** 25/2006 9:51:24 AM ***

TREX

Mark

TREX

Goods and Services

IC 016. US 002 005 022 023 029 037 038 050. G & S: Printed matter, namely brochures, pamphlets, and magazines in the field of composite building materials. FIRST USE: 19940525. FIRST USE IN COMMERCE: 19940525

IC 035. US 100 101 102. G & S: Providing online product, technical, and warranty information concerning composite building materials; providing on-line warranty registration services; and providing on-line directory information services of suppliers, dealers, and contractors featuring hyperlinks to other websites. FIRST USE: 19961118. FIRST USE IN COMMERCE: 19961118

IC 041. US 100 101 107. G & S: Providing on-line brochures, pamphlets and magazines featuring information relating to composite building materials. FIRST USE: 19961118. FIRST USE IN COMMERCE: 19961118

Standard Characters Claimed

STANDARD CHARACTERS CLAIMED

Mark Drawing Code

(4) STANDARD CHARACTER MARK

Serial Number

76578679

Filing Date

March 2, 2004

Current Filing Basis

1A

Original Filing Basis

1A

Publication for Opposition Date

January 11, 2005

Registration Number

2937507

*** Search: 2 *** Document Number: 17 ***

(cont)

RU 3661

10001 10 10 51 FAX 10025 40

*** User: tms18 *** Serial Number: 765786/9 ***

Registration Date
April 5, 2005

Owner Name and Address
(REGISTRANT) Trex Company, Inc. CORPORATION DELAWARE 160 Exeter Drive
Winchester VIRGINIA 226038605

Prior Registration(s)
1881449;1938516;2325943;2336184;2470104;AND OTHERS

Type of Mark
TRADEMARK. SERVICE MARK

Register
PRINCIPAL

Live Dead Indicator
LIVE

Attorney of Record
Naresh Kilaru

*** Search: 7 *** Document Number: 17 ***

RU 3662

*** User: lms18 *** Ser: 1 Number: 76407098 *** 25/2002 9:51:24 AM ***

Mark (Typed Drawing)

EXOREX

Goods and Services

IC 009. US 021 023 026 036 038. G & S: computer software for data processing in the field of stock exchanges, electronic stock exchanges, banking and financial clearinghouse services

IC 016. US 002 005 022 023 029 037 038 050. G & S: printed matter and publications, namely, financial reports, brochures, newsletters, indexes and booklets pertaining to stock exchanges, stock indexes, option indexes, futures indexes, financial services, and banking services

IC 036. US 100 101 102. G & S: Financial services, namely, conducting a stock exchange and electronic stock exchange; banking services; securities brokerage; financial brokerage; stock exchange quotation services; determination, calculating and providing information on stocks, options, and futures contract indexes; financial clearinghouse services; providing an online electronic database in the field of financial services, stock exchanges, electronic stock exchanges, banking and financial clearinghouse services

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

76407098

Filing Date

May 10, 2002

Current Filing Basis

44E

Original Filing Basis

1B;44E

Publication for Opposition Date

July 23, 2004

Registration Number

2941068

Registration Date

April 19, 2005

Owner Name and Address

(REGISTRANT) Deutsche Boerse AG CORPORATION FED REP GERMANY Neue
Boersenstrasse 1 60487 Frankfurt am Main FED REP GERMANY

Type of Mark

TRADEMARK. SERVICE MARK

*** Search: / *** Document Number: 20 ***

(cont)

*** User: tms18 *** Serial Number: 76407092 ***

Register
PRINCIPAL

Live Dead Indicator
LIVE

Attorney of Record
Susan M. Freedman

*** Search: 7 *** Document Number: 20 ***

RU 3664

*** User: tms18 *** Ser. Number: 75592517 *** 09/2006 9:51:25 AM ***

Mark (Typed Drawing)

REXLINK

Pseudo Mark

REXNORD LINK

Goods and Services

IC 042. US 100 101. G & S: PROVIDING CUSTOMERS OF POWER TRANSMISSION COMPONENTS WITH AN ONLINE SEARCHABLE DATABASE CONTAINING INFORMATION ABOUT APPLICANT'S SERVICES AND GOODS, ORDERS FOR SUCH GOODS AND SERVICES, AND MAINTENANCE AND REPAIR OF APPLICANT'S GOODS, ALL IN THE FIELD OF POWER TRANSMISSION COMPONENTS; PROVIDING AN INTERACTIVE SEARCHABLE DATABASE ON LOCAL AND GLOBAL COMPUTER NETWORKS THROUGH WHICH CUSTOMERS OBTAIN ANSWERS TO QUESTIONS ABOUT APPLICANT'S SERVICES AND GOODS, ORDERS FOR SUCH GOODS AND SERVICES, AND MAINTENANCE AND REPAIR OF APPLICANT'S GOODS, ALL IN THE FIELD OF POWER TRANSMISSION COMPONENTS. FIRST USE: 19960908. FIRST USE IN COMMERCE: 19960908

IC 035. US 100 101 102. G & S: ON-LINE RETAIL SERVICES FEATURING POWER TRANSMISSION COMPONENTS, AND ALLOWING CUSTOMERS TO PLACE ORDERS ONLINE FOR SUCH GOODS. FIRST USE: 19860908. FIRST USE IN COMMERCE: 19981120

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

75592517

Filing Date

November 20, 1998

Current Filing Basis

1A

Original Filing Basis

1A

Publication for Opposition Date

May 23, 2000

Registration Number

2376703

Registration Date

August 15, 2000

Owner Name and Address

(REGISTRANT) Rexnord Corporation CORPORATION DELAWARE 4701 West Greenfield Avenue Milwaukee WISCONSIN 53214

Assignment Recorded

RU 3665

*** Search: 7 *** Document Number: 37 ***

(cont)

*** User: LMS18 *** Serial Number: 75592517 ***

ASSIGNMENT RECORDED

Type of Mark
SERVICE MARK

Register
PRINCIPAL

Live Dead Indicator
LIVE

Attorney of Record
Dyann H. Kostello

*** Search: / *** Document Number: 37 ***

RU 3666

*** User: rms18 *** Set: 1 Number: 79018518 *** 25/2006 9:53:35 AM ***

RMX

Mark

RMX

Goods and Services

IC 009. US 021 023 026 036 038. G & S: Scientific, photographic, cinematographic, optical, measuring, signaling, checking and teaching apparatus and instruments, namely self study manuals, software and/or hardware, trading simulation equipment, administration, data input, clearing and settlement simulation, testing, demonstration equipment; apparatus for recording, transmission or reproduction of sound and images; with programs and electronic handbooks, pre-recorded magnetic data carriers; cash registers, calculating machines, data processing equipments, namely input terminals and software, data viewing and administration hard and software, data transmission equipment, and computers

IC 016. US 002 005 022 023 029 037 038 050. G & S: Paper, cardboards and goods made from these materials included in this class, namely hand books, newspapers, newsletters, brochures, books, flyers, pamphlets, posters, calendars, folders, certificates, stationery, forms, maps, business cards, post cards, paper bags; printed matter, namely hand books, newspapers, newsletters, brochures, books, flyers, pamphlets, posters, calendars, folders, certificates, stationery, forms, maps, business cards, post cards, paper bags, stickers; photographs; stationery; adhesives for stationery or household purposes; paint brushes; type writers and office requisites except furniture, namely pens, pencils, mouse pads, pin-boards and other promotional items; instructional and teaching materials except apparatus, namely hand books, brochures, books; printers type, printing blocks

IC 035. US 100 101 102. G & S: Advertising; business management; business administration; office functions, rental of advertising space, including on the internet, banner exchange; cost-price analysis; business inquiry; professional business and organizational consultancy; computerized file management; auctioneering, including on the Internet; business investigations; market research; opinion research; data search in computer files, namely search functionalities by different criteria such as price, different quality parameters, quantity among the offers made available on a system by third parties; search by different criteria in the files of individual persons; business inquiries; calculation of prices for goods and services; accountancy for electronic order and supply systems; organizing of commercial and business contacts, also by the Internet; compilation of data in computer databases; efficiency

*** Session: 10 *** Document Number: 1 ***

(cont)

RU 3667

*** User: tns18 *** Serial Number: 79018518 ***

expert opinions; business appraisals; data search in database and in the Internet for third parties, namely search functionalities by different criteria such as price, different quality parameters, quantity among the offers made available on a system by third parties; search by different criteria in the files of individual persons; data back-up, namely of all data of third persons, of credits input into the system, products traded on the exchange platform, trading activities, clearing and settlement data; data storage, namely of all data of third persons, of credits input into the system, products traded on the exchange platform, trading activities, clearing and settlement data

IC 036. US 100 101 102. G & S: Financial affairs, namely the business of the exchange, the business of a commodity exchange, the business of an exchange for the trading of loans and loan derivatives; monetary affairs, namely in connection with the clearing and settlement of transactions in relation with the above exchange business; clearing, namely the clearing of contracts listed at the exchange, the setting of margin, the determination of the forms in which margin may be provided, the proscription of the clearing processes; financial clearing, namely the clearing of contracts listed at the exchange, the setting of margin, the determination of the forms in which margin may be provided, the proscription of the clearing processes; deposits of valuables, namely of cash, securities, bank guarantees and any other collateral deemed suitable as margin; brokerage of securities; financial information provided via the exchange's network, telecommunication equipment, the Internet, print media, data vendors, electronic networks, radio and television, proprietary networks; financial consultancy; credit agencies; franchising services, namely transfer of financial know-how, namely with regard to the business model of the exchange

IC 038. US 100 101 104. G & S: Telecommunications, namely operation of a data transfer network; providing access to a worldwide computer network; providing access to information on the Internet by furnishing a web-site, utilizing the Internet for communication with third persons; collection and supply of news, namely the publication of price and turn over data for all trades at the exchange, information about the exchange, and its products and member firms; electronic mail services; web messaging

IC 041. US 100 101 107. G & S: Education, namely seminars, courses, tutorials, lectures, delivered in person or via print or electronic media, articles, instructions in the field of trading, administration, clearing and settlement, evaluation, hedging, risk management; providing of training in the field of trading, administration, clearing and settlement, evaluation, hedging, risk management; publication of printed matter in electronic form, also on the Internet; organization and arranging of conferences and seminars; education and further training of employees in the form of seminars, tutorials, coaching, lectures in the field of trading, administration, clearing and settlement, evaluation, hedging, risk management

IC 042. US 100 101. G & S: Design and development of computer hardware and software; consultancy services relating to computer hardware and software; updating of computer software; consultancy in the field of designing and developing of homepages; providing computer programs in data networks, namely a trading platform, programs for clearing and

*** Search: 18 *** Document Number: 1 ***

(cont)

*** User: tms18 *** Serial Number: 79018518 ***

settlement, communication with and among third persons, input and administration of loan data; rental and licensing of computer software and data processing devices; rental and servicing of storage spaces, namely of all data of third persons, of credits input into the system, products traded on the exchange platform, trading activities, clearing and settlement data, websites hosting for others; franchising services, namely transfer of technical know-how, namely with regard to the business model of the exchange; providing storage space in the Internet, namely of all data of third persons, of credits input into the system, products traded on the exchange platform, trading activities, clearing and settlement data

Standard Characters Claimed
STANDARD CHARACTERS CLAIMED

Mark Drawing Code
(4) STANDARD CHARACTER MARK

Serial Number
79018518

Filing Date
July 29, 2005

Current Filing Basis
66A

Original Filing Basis
66A

Owner Name and Address
(APPLICANT) RMX Risk Management Exchange AG Aktiengesellschaft (joint stock company) FED REP GERMANY Prinzenstrasse 17 30159 Hannover FED REP GERMANY

International Registration number(s)
0870423

Priority Date
February 1, 2005

Type of Mark
TRADEMARK. SERVICE MARK

Register
PRINCIPAL

Live Dead Indicator
LIVE

*** Search: 10 *** Document Number: 1 ***

RU 3669

*** User: tm218 *** Ser. Number: 78234273 *** 05/2006 10:17:39 AM ***

Mark [Typed Drawing]

REV MAGAZINE

Goods and Services

IC 015. US 002 005 022 023 029 037 038 050. G & S: Publications and printed matter namely, magazines, books, magazine supplements to newspapers and newsletters devoted to discussing issues related to general business and lifestyle topics

Mark Drawing Code

(1) TYPED DRAWING

Serial Number

78234273

Filing Date

April 4, 2003

Current Filing Basis

1B

Original Filing Basis

1B

Publication for Opposition Date

July 27, 2004

Owner Name and Address

(APPLICANT) Booker Group, The S. Courtney Booker, III, a U.S. citizen
SOLE PROPRIETORSHIP NEW YORK 155 west 118th street #1 new york NEW YORK
10026

Disclaimer Statement

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "Magazine" APART FROM THE
MARK AS SHOWN

Type of Mark

TRADEMARK

Register

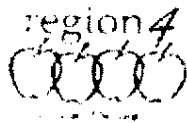
PRINCIPAL

Live Dead Indicator

1 OF

*** Section 2 *** Document Number: 1 ***

RU 3670



Word Mark REGION 4 EDUCATED SOLUTIONS
Goods and Services IC 041 US 100 101 107 G & S Educational services, namely, conducting educational training for educators at primary and secondary level schools, and distributing course materials in connection therewith. FIRST USE: 20050300 FIRST USE IN COMMERCE: 20050300
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 01 02 05 - Apples
Serial Number 19787111
Filing Date January 8, 2006
Current Filing Basis 1A
Original Filing Basis 1A
Owner (APPLICANT) Region IV Education Service Center State Education Service Center TEXAS 7145 West Tidwell Houston TEXAS 770922096
Attorney of Record Chris D. Northcutt
Description of Mark The mark consists of an outline of four apples in between region 4 and educated solutions
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE

Regions Charity Classic

Word Mark REGIONS CHARITY CLASSIC
Goods and Services IC 641 US 100 101 107 G & S. Entertainment in the nature of a charity golf tournament.
FIRST USE 20051222 FIRST USE IN COMMERCE 20051222
Standard Characters
Claimed
Mark Drawing Code (4) STANDARD CHARACTER MARK
Design Search Code
Serial Number 76860133
Filing Date Apr. 24, 2006
Current Filing Basis 1A
Original Filing Basis 1A
Owner (APPLICANT) Regions Asset Company CORPORATION DELAWARE Suite 1212 300
Delaware Avenue Wilmington DELAWARE 19801
Attorney of Record Hope D. Mehman
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE



Word Mark BIOCONNEX CONNECTING THE REGION'S BIOTECH COMMUNITY

Goods and Services IC 041, US 100, 101, 107, G & S: Arranging and conducting educational events, programs, workshops, conferences and seminars relative to the field of biotechnology; arranging for professional working groups that focus on issues relevant to biotechnology; funding, administration and management; charitable services, namely, providing educational resources for biotechnology enterprises in the form of expertise, consultancy and information. FIRST USE: 20030917. FIRST USE IN COMMERCE: 20030917.

IC 042, US 100, 101, G & S: Providing information on the subject of scientific research in the field of biotechnology; design and maintenance of computer and websites for industry-specific regional, state, national and global information relevant to the biotechnology community. FIRST USE: 20030917. FIRST USE IN COMMERCE: 20030917.

Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

Design Search Code 01 09 05 Atomic models, Molecular models

Serial Number 76627512

Filing Date January 10, 2005

Current Filing Basis 1A

Original Filing Basis 1A

Published for Opposition January 17, 2006

Registration Number 3115769

Registration Date July 18, 2006

Owner (REGISTRANT) Center for Economic Growth, Inc. NOT-FOR-PROFIT CORPORATION NEW YORK 63 State Street Albany NEW YORK 12207

Attorney of Record Rosemary Weaver McKenna

Description of Mark The color(s) black, green, yellow and gray is/are claimed as a feature of the mark. The mark is the word bioconnex in lower case type, with bio in black letters and connex in teal green letters. To the left of and overlapping the first letter is a molecular structure consisting of 3 teal green circles and one yellow circle connected by gray lines in a rhombus formation.

Type of Mark SERVICE MARK

Register PRINCIPAL

Live/Dead Indicator LIVE

USPTO
 PATENT & TRADEMARK OFFICE

REGISTRATION SYSTEM (REGS)

Page 1 of 1

REGIONAL CONNECTS

Word Mark	REGIONAL CONNECTS
Goods and Services	IC 041, US 100 101 107, G & S: Conducting events for career development services for executive women in the food service industry. FIRST USE: 19950000. FIRST USE IN COMMERCE: 19950000
Standard Characters Claimed	
Mark Drawing Code (4)	STANDARD CHARACTER MARK
Design Search Code	
Serial Number	78632222
Filing Date	May 18, 2005
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	February 7, 2006
Registration Number	3087826
Registration Date	May 2, 2006
Owner	(REGISTRANT) Women's Foodservice Forum CORPORATION ILLINOIS 1650 West 82nd Street, Suite 650 Bloomington MINNESOTA 55431
Attorney of Record	Lisa M. Thomas; Mary Hutchings Reed; Bryan Hildebrand; Brian Heidelberger; Sarah La Voie; Andrew P. Bridges; John C. Nishi; Jennifer A. Golinveaux; Matthew A. Scherb
Type of Mark	SERVICE MARK
Register	PRINCIPAL-2(F)
Live/Dead Indicator	LIVE

Typed Drawing

Word Mark NORTH CENTRAL REGIONAL EDUCATIONAL LABORATORY

Goods and Services IC 009, US 021 022 023 024 036 038, G & S: Computer software and downloadable software from the Internet for use in educational services, namely, conducting seminars, workshops, conferences, training and courses in the field of education and distributing course material in connection with the seminars for educators, students, and researchers via the Internet or through a global computer network in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; pre-recorded audio tapes featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; pre-recorded visual tapes featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; multimedia software recorded on CD-ROM featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; video discs featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; compact discs featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects; and digital video discs featuring education, education research, technical assistance, teacher training, curriculum and instruction, school administration and education policy in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects, all for use in educational research, technical assistance for teachers and educational institutions or organizations, teacher training, educational publishing, teaching, and for use in management or policy assistance to educational institutions or organizations in the field of primary and secondary education for grades K-12 and college for a wide variety of subjects. FIRST USE: 19891200 FIRST USE IN COMMERCE: 19891200

IC 016, US 002 005 022 023 029 037 038 050, G & S: Printed publications and printed matter, namely, magazines featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter, newsletters featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; educational books featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; books featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; booklets featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; instructional manuals featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed research reports featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed research studies featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed guides featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed correspondence course materials featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; journals featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; treatises featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; leaflets featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed bulletins featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed curriculum featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; workbooks directed to education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; printed brochures featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; training book manuals featuring education, curriculum and instruction, technology, education policy, education research, content area instruction and subject matter; all for use by educators, students, and

USPTO Case File
 2006-08-17 14:07:00

0 1 1 1

RESEARCH ASSISTANCE SEARCH SYSTEM (RASS)

Page 1 of 2

researchers via the Internet or through a global computer network. FIRST USE: 1989-200. FIRST USE IN COMMERCE: 1989-200.

IC 941 US 100 101 107. G & S: Education services, namely, conducting seminars, workshops, training, technical assistance, conferences, classes, in the field of education and distributing course material in connection therewith for educators, students, researchers via the Internet or through a global computer network. FIRST USE: 1989-200. FIRST USE IN COMMERCE: 1989-200.

Mark
 Drawing Code (1) TYPED DRAWING
 Design Search Code
 Serial Number 76137522
 Filing Date September 28, 2000
 Current Filing Basis 1A
 Original Filing Basis 1A
 Published for Opposition December 10, 2002
 Registration Number 2692034
 Registration Date March 4, 2003
 Owner (REGISTRANT) NORTH CENTRAL REGIONAL EDUCATIONAL LABORATORY NOT-FOR-PROFIT ILLINOIS 1120 EAST DIEHL ROAD SUITE 200 NAPERVILLE ILLINOIS 60523
 (LAST LISTED OWNER) LEARNING POINT ASSOCIATES CORPORATION ILLINOIS 1120 EAST DIEHL ROAD, SUITE 200 NAPERVILLE ILLINOIS 60523
 Assignment Recorded ASSIGNMENT RECORDED
 Attorney of Record Burton S. Enrich
 Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "EDUCATIONAL LABORATORY" APART FROM THE MARK AS SHOWN
 Type of Mark TRADEMARK, SERVICE MARK
 Register PRINCIPAL
 Live/Dead Indicator LIVE

http://www.uspto.gov/...
<http://www.uspto.gov/...>

2/14/2007

...
<http://www.uspto.gov/...>

Page 4 of 4

Typed Drawing

Word Mark REGIONAL LEADERSHIP INSTITUTE
Goods and Services 10 041, US 100 101 107, I & S: Educational services, namely, providing classes, conferences, courses, seminars and workshops in the field of leadership, which services are designed to train future leaders for the Atlanta region. FIRST USE: 19910000. FIRST USE IN COMMERCE: 19910000.
Mark Drawing Code (1) TYPED DRAWING
Design Search Code
Serial Number 76439742
Filing Date October 17, 2002
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition September 30, 2003
Registration Number 2797070
Registration Date December 23, 2003
Owner (REGISTRANT) Atlanta Regional Commission STATE AGENCY GEORGIA 40 Courtland ST NE Atlanta GEORGIA 30303
Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "LEADERSHIP INSTITUTE" APART FROM THE MARK AS SHOWN
Type of Mark SERVICE MARK
Register PRINCIPAL-2(F)
Live/Dead Indicator LIVE

UNIVERSITAS
REGISIANA

Word Mark UNIVERSITAS REGISIANA

Translations The foreign wording in the mark translates into English as "Regis University."

Goods and Services IC 041 US 100 101 107: G & S: Educational services, namely: providing courses of university instruction at the primary, secondary, collegiate, university and post-graduate and professional levels, and distribution of course material in connection therewith; Religious instruction services; Entertainment services, namely organizing and conducting athletic contests, exhibitions and lectures in a wide variety of subjects, live music concerts and theater productions. FIRST USE: 19910701 FIRST USE IN COMMERCE: 19910701

Standard Characters Claimed

Mark Drawing Code (4) STANDARD CHARACTER MARK

Design Search Code

Serial Number 76477521

Filing Date September 1, 2004

Current Filing Basis 1A

Original Filing Basis 1A

Published for Opposition March 14, 2006

Registration Number 3100077

Registration Date June 6, 2006

Owner (REGISTRANT) Regis University NON-PROFIT CORPORATION COLORADO 3333 Regis Boulevard Denver COLORADO 802211099

Attorney of Record Charles F. Luce, Jr.

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "UNIVERSITAS" APART FROM THE MARK AS SHOWN

Type of Mark SERVICE MARK

Register PRINCIPAL

Live/Dead Indicator LIVE

REGIS UNIVERSITY

Word Mark REGIS UNIVERSITY
Goods and Services IC 041, US 100 101 107 G & S. Educational services, namely, providing courses of university instruction at the primary, secondary, collegiate, university and post-graduate and professional levels, and distribution of course material in connection therewith; Religious instruction services; Entertainment services, namely organizing, and conducting athletic contests and exhibitions, lectures, concerts and theater productions. FIRST USE 19910701, FIRST USE IN COMMERCE 19910701
Standard Characters Claimed
Mark Drawing Code (4) STANDARD CHARACTER MARK
Design Search Code
Serial Number 78477502
Filing Date September 1, 2004
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition January 24, 2006
Registration Number 308-812
Registration Date April 18, 2006
Owner (REGISTRANT) Regis University NON-PROFIT CORPORATION COLORADO 3333 Regis Boulevard Denver COLORADO 80221-1699
Attorney of Record CHARLES F. LUDE JR.
Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "UNIVERSITY" APART FROM THE MARK AS SHOWN
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE



Word Mark	REGENT UNIVERSITY
Goods and Services	IC 041, US 107, G & S: educational services, namely, providing courses of study at the university level. FIRST USE: 19900101. FIRST USE IN COMMERCE: 19900101
Mark Drawing Code	(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code	24.01.02 - Shields or crests with figurative elements contained therein or superimposed thereon 24.09.07 - Advertising, banners, Banners 24.11.01 - Crowns closed at the top
Serial Number	74112380
Filing Date	November 5, 1990
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	January 14, 1992
Registration Number	1682259
Registration Date	April 7, 1992
Owner	(REGISTRANT) REGENT UNIVERSITY NON-STOCK CORPORATION VIRGINIA 1000 Regent University Drive Virginia Beach VIRGINIA 234649500
Disclaimer	NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "UNIVERSITY" APART FROM THE MARK AS SHOWN
Type of Mark	SERVICE MARK
Register	PRINCIPAL
Advisory Text	SECT 15, SECT 8 (6-YR), SECTION 8(10-YR) 20020613
Renewal	1ST RENEWAL 20020613
Live/Dead Indicator	LIVE



Word Mark REGENTS OF THE UNIVERSITY OF MINNESOTA COMMUNE VINCULUM OMNIBUS ANTIBUS
Goods and Services 10.041, US 107, G & S: Educational Services-Namely, Providing Instruction at the University Level; FIRST USE 19390509 FIRST USE IN COMMERCE 19390509
Mark Drawing Code (A) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 13.01.03 - Hurricane lamps; Lamps, hurricane; Lanterns (kerosene)
 14.07.05 - Agricultural implements (non motorized); plows; Farm equipment; agricultural implements (non-motorized); plows; Plows, farm and garden, non-motorized
 16.03.05 - Binoculars; Glasses, field; Microscopes; Opera glasses; Telescopes
 20.01.04 - Blackboards; Boards, bulletin; Boards, clip; Boards, drawing; Boards, memo; Bulletin and directory boards; Chalk boards; Clip boards; Clipboards; Easels; Memo boards; Palettes
 20.03.01 - Paper with furled, fringed or scalloped edges
 20.03.02 - Foil, aluminum (rolls); Gift wrapping paper (rolls); Paper towels (rolls); Paper, gift wrapping (rolls); Paper, rolls; Paper, toilet; Scrolls; Toilet paper; Towels, rolls of paper towels; Wallpaper, rolled
 24.01.02 - Shields or crests with figurative elements contained therein or superimposed thereon
 24.05.01 - Circular or elliptical seals; Seals, circular or elliptical
Serial Number 73235244
Filing Date October 22, 1979
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition May 5, 1981
Registration Number 1163131
Registration Date July 28, 1981
Owner (REGISTRANT) Regents of the University of Minnesota CORPORATION MINNESOTA 600 MCNAMARA CENTER 200 OAK ST., S.E. Minneapolis MINNESOTA 55455
Disclaimer The Latin words in the mark on the drawing, "Commune Vinculum - Omnibus Antibus" mean "A Common Bond For All The Arts" and, for the purposes of registration, no claim is made to the exclusive right to use these words apart from the mark as shown in the drawing; but the applicant waives none of its common law rights in said feature of the mark.
Description of Mark The lining and/or stippling shown in the mark on the drawing is a feature of the mark, and, does not indicate color, but the applicant waives none of its common law rights in said feature of the mark.
Type of Mark SERVICE MARK
Register PRINCIPAL
Affidavit Text SECT 15 SPOT 8 (6-YR) SECTION 8 (10-YR) 20010921
Renewal 151 RENEWAL 20010921
Live/Dead Indicator LIVE

Regal University

Word Mark REGAL UNIVERSITY
Goods and Services EDUCATION SERVICES IN THE NATURE OF COURSES AT THE UNIVERSITY
Level FIRST USE 20011109 FIRST USE IN COMMERCE 20011109
Standard Characters Claimed
Mark Drawing Code (4) STANDARD CHARACTER MARK
Design Search Code
Serial Number 78337905
Filing Date December 8, 2003
Current Filing Basis 1A
Original Filing Basis 1B
Published for Opposition October 19, 2004
Registration Number 3074386
Registration Date March 28, 2006
Owner (REGISTRANT) Omniworld, Inc. CORPORATION ILLINOIS 3706 Burrmount Rd. Rockford ILLINOIS 61107
Prior Registrations 2230131;2230132,AND OTHERS
Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "University" APART FROM THE MARK AS SHOWN
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE

Case 2:06-cv-00882-MHT-TFM
 Document 95-27 Filed 08/17/2007 Page 48 of 48

Page 10 of 11

Page 10 of 11

Typed Drawing

Word Mark	FIDIS COLLEGE ADVANTAGE PROGRAM
Goods and Services	IC 041, US 100 101 107 G & S: Educational services, namely, providing courses of instruction at the college level and distributing course material in connection therewith. FIRST USE: 20020804. FIRST USE IN COMMERCE: 20020804.
Mark Drawing Code	(1) TYPED DRAWING
Design Search Code	
Serial Number	76439484
Filing Date	August 12, 2002
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	May 20, 2003
Registration Number	2749900
Registration Date	August 12, 2003
Owner	(REGISTRANT) Regis College CORPORATION MASSACHUSETTS 235 Wellesley Street Weston MASSACHUSETTS 024031571
Attorney of Record	MAURICE J. RINGEL
Disclaimer	NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "COLLEGE ADVANTAGE PROGRAM" APART FROM THE MARK AS SHOWN
Type of Mark	SERVICE MARK
Register	PRINCIPAL
Live/Dead Indicator	LIVE

7/28/07

2

Date 7/28 Docket _____
Person Dr. John White
Firm _____
Re: 800-351-4040 7507
(7900) RU TURNER
Search Type 212 Auth. Amt. _____
Report Date _____ Phone _____

Remarks:

REGIONS UNIVERSITY

Back in Alabama

REGIONS BANK

Get on File, soon

3 brochures by

TURNER File PRESS
- day

RU 3684

Page 1

IN THE UNITED STATES DISTRICT COURT
 FOR THE
 MIDDLE DISTRICT OF ALABAMA
 NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

REGIONS UNIVERSITY, INC.,

Defendant.

*
*
*
*
*
*
*
*
*

CIVIL ACTION NUMBER

2:06cv882-MHT

* * * * *

Deposition of WILLIAM E. ASKEW, taken before
 David Michael Camp, CSR, in the law offices of
 Balch & Bingham, LLP, 1901 6th Avenue North,
 Birmingham, Alabama, on August 2, 2007, commencing
 at approximately 8:45 o'clock a.m.

William Askew

Victor Hudson

Page 2

APPEARANCES

For Plaintiff:

STEPTOE & JOHNSON, LLP
Attorneys at Law
1330 Connecticut Avenue
Washington, D.C. 20036
(202) 429-3000
BY: WILLIAM G. PECAU

For Defendant:

HUDSON & WATTS, L.L.P.
Attorneys at Law
One St. Louis Centre, Suite 2500
Post Office Box 989
Mobile, Alabama 36601
(251) 432-7200
BY: VICTOR T. HUDSON

Also present: REX A. TURNER, JR.

Page 3

INDEX

Witness
WILLIAM E. ASKEW

EXAMINATION

MR. HUDSON 6
MR. PECAU 144
MR. HUDSON 148

EXHIBITS

DEFENDANT'S EXHIBIT ONE TWENTY-EIGHT 66
DEFENDANT'S EXHIBIT ONE TWENTY-NINE 37
DEFENDANT'S EXHIBIT ONE THIRTY 131
DEFENDANT'S EXHIBIT ONE THIRTY-ONE 131

Page 4

STIPULATION

It is stipulated by and between the parties hereto and their respective attorneys at law that the deposition on oral examination of the Witness, WILLIAM E. ASKEW, may be taken before David Michael Camp, Commissioner and Notary Public, State of Alabama at Large, and that the said deposition shall be taken in accordance with and, when so taken, may be used in accordance with the provisions of the Federal Rules of Civil Procedure.

It is further stipulated and agreed that all notices provided for by said Federal Rules of Civil Procedure are waived, as is the reading over of said deposition to or by the witness, the signing thereof by the witness, the signing and certification of said David Michael Camp, the filing of said deposition with the Clerk of the Court and all other requirements and technicalities of every sort which would be a prerequisite to the use of said deposition.

It is the intent of the parties hereto that this deposition may be used in evidence as though

Page 5

all requirements of said Federal Rules of Civil Procedure had been complied with.

It is further stipulated and agreed that all parties hereto reserve the right to have corrections made to this deposition as provided for by said Federal Rules of Civil Procedure.

It is further stipulated and agreed that all objections, save as to the form of the questions asked and the responsiveness of the answers thereto are reserved until the time of trial in accordance with the provisions of said Federal Rules of Civil Procedure.

2 (Pages 2 to 5)

William Askew

Victor Hudson

Page 10

1 And/or.
 2 A Assisted me. It's kind of a --
 3 Q Well, it's not meant to be a broad and
 4 -- not meant to be a hard question.
 5 A We didn't have a committee, a
 6 subcommittee of that group, if that's what you're
 7 asking.
 8 Q Yeah. And I asked it in the
 9 alternative. Were there individuals who also
 10 participated in a more active way?
 11 A You're asking me something fourteen
 12 years ago -- fifteen years.
 13 MR. PECAU:
 14 Just answer the questions the best
 15 you can.
 16 THE WITNESS:
 17 If I understand your question, did
 18 they -- were they working with me,
 19 were they --
 20 BY MR. HUDSON:
 21 Q No.
 22 A -- directly involved? No.
 23 Q No. That's not the question I was

Page 11

1 asking. The question I was asking is, were there
 2 certain individuals that took a particular
 3 interest in the name and the logos and were
 4 interacting more with you than others.
 5 MR. PECAU:
 6 I object to the question. I just
 7 object to the form of it.
 8 BY MR. HUDSON:
 9 Q He can object to it but you still need
 10 to answer it.
 11 A Okay. No. I -- I -- I developed it and
 12 then I presented it to them.
 13 Q Is it fair to say that when you
 14 presented it to them, they were enthusiastic and
 15 proceeded from there?
 16 A Yes.
 17 Q Okay. Now, when you presented it to
 18 them, what did you say to them? What ideas of
 19 yours did you share with them?
 20 A I told them that if they liked it, we
 21 still would have to -- it would be a long process
 22 because we'd have to go and make sure that this --
 23 it was not being used across the United States,

Page 12

1 we'd have to check every state.
 2 We had a long process to go through to -- but
 3 I said -- before I did that, I wanted to make sure
 4 that they liked the name.
 5 Q All right. Well, let's, if we may, go
 6 to the "liked the name" first and the process
 7 second.
 8 A Okay.
 9 Q When you described the name to them, did
 10 you describe any attributes of the name that you
 11 thought would make it attractive?
 12 A No. It was -- it was just a good, solid
 13 name that -- that had a good strong feel and a
 14 good strong sense to them. And so they all liked
 15 it. They liked the -- they liked the idea of the
 16 name.
 17 Q Good strong feel about what?
 18 A Regions Bank. Regions Financial
 19 Corporation. Regions. It was a great name.
 20 Q Regions?
 21 A Regions.
 22 Q Well, it has a geographical connotation,
 23 does it not?

Page 13

1 MR. PECAU:
 2 Object to the form of the question.
 3 THE WITNESS:
 4 No. That's part of the reason that
 5 we liked it is because the other
 6 names of banks, most of them had
 7 "South" in the name. That had
 8 geographical connotations. And we
 9 -- we had visions of being more than
 10 a southern bank. We wanted to -- we
 11 wanted to grow beyond -- we possibly
 12 could grow beyond so we did not want
 13 something that limited us
 14 geographically. So that's why we
 15 picked Regions. It specifically
 16 avoided the "South" in the name for
 17 that reason.
 18 BY MR. HUDSON:
 19 Q And that would have been part of your
 20 motivation in making that change?
 21 A No. My motivation for making the change
 22 was First Alabama Bank did not play well -- when
 23 we First were in Alabama, it was the perfect

4 (Pages 10 to 13)

William Askew

Victor Hudson

Page 14

1 name. It was a great name. It was the best name
2 there was for a bank. First Alabama Bank. We had
3 wonderful name recognition.

4 But then when we went out of Alabama,
5 especially when we moved into Tennessee, Tennessee
6 did not like the name First Alabama Bank.

7 Q When you moved out of Alabama and
8 Tennessee and then subsequent states, were you
9 moving into other regions of the country?

10 A Sure. We moved to other parts of the
11 country, yes.

12 Q And is that part of the connotation
13 that, in your mind, the name "Regions" had as
14 opposed to First Alabama?

15 MR. PECAU:

16 Object to the form of the question.

17 THE WITNESS:

18 It certainly has that, yes. I mean,
19 Regions speaks to -- anywhere you
20 are, it speaks to any market that
21 we're in, yeah.

22 BY MR. HUDSON:

23 Q Were you familiar with the word

Page 16

1 in its use in the name of your bank?

2 MR. PECAU:

3 Again, I've got to object to the
4 form of the question.

5 THE WITNESS:

6 I'm not sure I understand what
7 you're getting at. But if you're
8 asking me did I go and make sure
9 that Regions wasn't used in
10 different ways, I did. The first
11 thing I wanted to do was make sure
12 that Regions did not exist somewhere
13 else and wasn't -- wasn't being
14 used. And so that's the first thing
15 that we did to make sure it's
16 distinguished, is to go out, find
17 out and -- and it wasn't being
18 used. And so that -- that was --
19 that was why I felt like we could
20 distinguish the name. Plus we did
21 focus groups with people. We did
22 interviews with customers. We -- we
23 showed them the name. We talked

Page 15

1 "regions" prior to the time you thought it would
2 be a good name for your bank?

3 A Yes. We had regions in our company. We
4 had the northern region, central region. We had
5 different regions in our company.

6 Q And when did you first have those
7 different regions in your company?

8 A They were formed early on. When I first
9 came into the company, almost twenty-four years
10 ago, it was soon after that that they developed
11 the regions.

12 Q What, if anything, did you suggest be
13 done to distinguish the word "regions" as you used
14 it in the name of the bank or suggested it be used
15 in the name of the bank?

16 MR. PECAU:

17 I object to the form of the
18 question.

19 BY MR. HUDSON:

20 Q Once again, you can answer.

21 A I'm sorry. Repeat the question.

22 Q Yeah. What, if anything, did you do or
23 recommend be done to distinguish the Regions name

Page 17

1 about the name. And -- and they
2 received it very well. They liked
3 the name. And it was very
4 distinguishable.

5 BY MR. HUDSON:

6 Q Thank you for that answer. And my
7 question was awkward and unclear. And I'm going
8 to get to that in a moment.

9 A Okay.

10 Q Mr. Dunman, when I took his deposition,
11 said that it was communicated to him at the time
12 of the name change that a thing that was initially
13 done to distinguish the Regions name as it applied
14 to the bank as opposed to its common English usage
15 was to stylize the G. Do you recall the G being
16 stylized?

17 A Oh --

18 MR. PECAU:

19 Wait a minute. I object to the
20 characterization of Mr. Dunman's
21 testimony.

22 THE WITNESS:

23 Yeah. Are you --

5 (Pages 14 to 17)

William Askew

Victor Hudson

Page 22

1 Exhibit Two with the stylized G.
 2 A That's correct.
 3 Q But it was the intention ultimately to
 4 change all of them?
 5 A As maintenance occurred on the signs.
 6 Q Okay. Then recently as part of the
 7 AmSouth merger, the logo has changed to Exhibit
 8 One-O-three. Am I correct in that?
 9 A That's correct.
 10 Q Is it the intention of the bank to
 11 change all of its signage to the Exhibit
 12 One-O-three logo?
 13 A Yes.
 14 Q And, in fact, it's implementing that
 15 quite quickly, is it not?
 16 A That's correct.
 17 Q Have you gotten it all changed yet?
 18 A No.
 19 Q Can you give me an estimate of how far
 20 along you are in terms of percentage?
 21 A I wouldn't want to guess. I could find
 22 that out but I wouldn't want to guess.
 23 Q That's all right. I haven't seen any

Page 23

1 that isn't changed, is part of the reason I asked
 2 that question.
 3 A We changed all of them in Florida and
 4 Alabama. That's why you haven't seen any.
 5 Q Okay.
 6 A All of them were changed in these two
 7 states. That's our first merger. That's what I
 8 need to be doing, is merging right now.
 9 Q Changing signs?
 10 A Yes, in the middle of this.
 11 Q Now, as to Exhibit Three, the idea was
 12 to change a lot of signs and change others as you
 13 got to the maintenance of those signs. Is that
 14 the same idea with respect to One-O-three or is it
 15 your intention to get them all changed?
 16 MR. PECAU:
 17 I object to the form of the
 18 question.
 19 THE WITNESS:
 20 Our plan is to change the signs, all
 21 the signs to the new logo.
 22 BY MR. HUDSON:
 23 Q Do you plan to change them rapidly or

Page 24

1 change them when an old sign needs maintenance?
 2 I'm just trying to compare what you're doing now
 3 to what you did at the time that you adopted
 4 Exhibit Three.
 5 A We're changing -- our plan is to change
 6 them all. Not to wait for maintenance to change
 7 them all.
 8 Q Okay. Whose suggestion was it to use
 9 the stylized G that is shown in Exhibit Two?
 10 A We -- I hired a marketing firm that went
 11 out and developed that logo. We just -- it was
 12 strictly -- they came up with many different
 13 logos. And that was just the one that I chose.
 14 Q You chose that from a number of
 15 alternatives that they suggested to you?
 16 A Uh-huh. It was quite a lengthy process.
 17 Q Why was it that you wanted to look at
 18 different logos and discuss that with the
 19 marketing firm?
 20 A It's your brand. It's the value of the
 21 company. Your name is the company. It's so
 22 important to spend time on it. You would research
 23 it and you would want to make sure that you made

Page 25

1 the right move before you did so. It's just too
 2 much at stake to -- to take lightly.
 3 Q Did the marketing company participate in
 4 the decision to select the name "Regions"?
 5 A No.
 6 Q So the name had been selected "Regions"
 7 and the marketing company was asked for advice
 8 about what?
 9 A Developing a unique brand with a -- a
 10 marketing look, pizzazz, if you will.
 11 Q All right. And once the Regions name
 12 with the stylized G was selected as the logo, did
 13 you communicate to your employees that you made
 14 that selection, "you" being the bank? Did the
 15 bank communicate to its employees that it had made
 16 that selection?
 17 A Sure.
 18 Q And did it communicate to the employees
 19 the reasons that it had made that selection?
 20 A The reason it had made the selection.
 21 That's --
 22 Q Sir?
 23 A I -- I'm pondering your question.

7 (Pages 22 to 25)

William Askew

Victor Hudson

Page 38

1 identify that for me.

2 A No. I mean, this looks like a graphic
3 thing but I have not been involved with these type
4 levels because at this point, marketing --

5 MR. PECAU:

6 Just answer his question.

7 BY MR. HUDSON:

8 Q Okay. As I understand it, One
9 Twenty-nine is something you would not have been
10 involved in. Marketing would have handled that.

11 A Correct. They would show it to me.

12 Q Well, have you seen it before?

13 A I don't recall seeing this document, no.

14 Q Have you seen before the logo that
15 appears on page one, the first page?

16 A Absolutely.

17 Q If you'll look at the next page, 11308,
18 it says "The basic elements of the new Regions
19 brand ID are the foundation for the rest of our
20 identity". Is that a correct statement in your
21 understanding?

22 A I would assume so.

23 Q Okay. The next sentence says "We must

Page 39

1 be consistent in the way we display our logo and
2 how we use our typefaces and colors in order to
3 make a strong impact with our employees and the
4 public at large."

5 Has that really been the purpose so long as
6 you've had logos?

7 A Sure.

8 Q Look at 11310. Is the logo as depicted
9 thereon used in that manner in your understanding?

10 A Yes.

11 Q Look at 11311. And my question is the
12 same one.

13 A It looks like the same as that one to
14 me.

15 Q Yeah.

16 A Okay.

17 Q It looks the same to me. Look at
18 11312. In your understanding, is the logo
19 utilized in the manner in which it is depicted
20 thereon?

21 A I don't exactly know what they mean
22 about the pixels and why they're -- what that's
23 alluding to. But the logo looks -- it's just

Page 40

1 smaller. One of them is smaller and the other one
2 is bigger. That's all.

3 Q Okay. 11313 speaks of the color
4 palette. Is that the color palette as you
5 understand its present use?

6 A I assume so. It looks like it. Again,
7 I don't know these Pantone colors so I don't
8 know. I assume.

9 Q Well, I'm not so interested in exactly
10 how it's printed or any of that.

11 A Okay.

12 Q I've got this document and I'm just
13 trying to establish it's what y'all use. I think
14 it is. Y'all gave it to me. If you look at
15 11317, is that how the logo presently appears on
16 your letterhead?

17 A I believe so.

18 Q Okay. And look at 11319.

19 A Okay.

20 Q Is that how the logo presently appears
21 on your envelopes?

22 A I believe so.

23 Q Now, look at 11320. Is that how the

Page 41

1 logo presently appears on your business cards?

2 A Yes.

3 Q Now, we talked about aspects of the
4 selection of the Regions name. One was
5 characterized as the process. I'm just trying to
6 get us back on track.

7 The process as you talked about it, I
8 understood, was when you looked at things like
9 whether others were using the name. Are we on the
10 same page?

11 I'm going to ask you some questions. I just
12 want to get on the right page.

13 A I believe you're going way back now.

14 Q I'm going way back.

15 A Okay. All right. I'm with you.

16 Q All right. Now, going back to the time
17 the name was initially selected, I want to talk
18 about the process --

19 A Okay.

20 Q -- that was followed. What did you do
21 in determining whether or not the name was used by
22 others?

23 A We had a law firm, and the law firm did

11 (Pages 38 to 41)

William Askew

Victor Hudson

Page 42

1 all the searches, all the registrations for the
2 name across all the states in the United States.
3 They did all the things to make sure that we could
4 use this name and it wasn't already being used and
5 there wouldn't be any issues if we -- and we could
6 get registration on it.

7 It was very important that this name be able
8 to be copyrighted, registered, because that's --
9 then you prevent people from using the brand. And
10 so we made sure that that could be done first.

11 And I had a law firm -- I didn't do it. I
12 had a law firm do it.

13 Q Sure. Which law firm was it?

14 A Lange Simpson.

15 Q And did you learn that at the time there
16 was a Regions Hospital?

17 A I don't recall that there was any
18 Regions. But I suppose there could have been a
19 Regions Hospital.

20 Q But you don't recall whether others were
21 using the name or not at the time?

22 A No. I do recall that we found no use of
23 the name. Now, I don't recall -- there might have

Page 43

1 been a couple of businesses that were out of our
2 footprint. I don't -- but I don't recall that.

3 MR. PECAU:

4 Just testify as to what you know.

5 BY MR. HUDSON:

6 Q A couple of businesses that were out of
7 your what? What did you just say?

8 A I don't recall. I don't recall any
9 names that were in use for this.

10 Q But in your answer, you said there may
11 have been a couple of businesses that were out
12 your -- and I'm asking what you were saying.

13 A Well, I -- I retract that because I
14 don't -- I don't recall any businesses that had
15 the name at the time, quite frankly.

16 Q Was it your understanding that you
17 wanted the name registered for financial services?

18 A I don't recall that.

19 Q Was it your understanding that Region's
20 name was being registered for every single
21 purpose?

22 MR. PECAU:

23 I object to the form of the

Page 44

1 question.

2 THE WITNESS:

3 I don't recall that either.

4 BY MR. HUDSON:

5 Q At the time that you registered the name
6 "Regions" or "Regions Bank", was it your
7 understanding that third parties would not be able
8 to use it to describe businesses such as Regions
9 Propane or Regions Hospital or Regions Air?

10 A I don't recall that.

11 Q Just don't know one way or the other, or
12 didn't think about it one way or the other?

13 A No. I did think about it. I didn't
14 want any use of the name. But I don't recall any
15 specifics about what you're referring to.

16 Q Well, let me ask you this.

17 A You're testing my memory. It's too long
18 ago.

19 Q This is what I'm struggling with.

20 A And I'm not going to sit here and guess
21 at what I was thinking at the time. I can't
22 guess. I could guess but I know I shouldn't
23 guess.

Page 45

1 MR. PECAU:

2 You shouldn't guess.

3 THE WITNESS:

4 That's right. I shouldn't guess.

5 BY MR. HUDSON:

6 Q Well, here is what I'm struggling with.
7 If, in fact -- and there was -- a registered
8 trademark for Regions Hospital at the time you
9 wanted to register yours for Regions Bank and that
10 came to your attention, would you think that you
11 could take Regions Hospital's name, and did you
12 intend to do that?

13 MR. PECAU:

14 First of all, I object to the
15 question on numerous grounds.

16 BY MR. HUDSON:

17 Q You can answer the question.

18 MR. PECAU:

19 And don't speculate.

20 THE WITNESS:

21 I'm not going to speculate. I can't
22 speculate on something -- what I
23 would have thought fifteen years ago

12 (Pages 42 to 45)

William Askew

Victor Hudson

Page 142

1 no branding there. If there's something that a
2 university did, Alabama, something that -- a local
3 accomplishment in a community. And so we can have
4 local ads that recognize different events.

5 Q Your endorsement or endorsement by the
6 Southeastern Conference, by the University of
7 Alabama, by Auburn University, in those instances,
8 are you the bank of the Southeastern Conference,
9 by way of example?

10 A We are. We're the official bank of the
11 Southeastern Conference.

12 Q And your association with Alabama and
13 Auburn, is it similar in the terms that you're the
14 bank of the university?

15 A No. We're not the bank of the
16 university because they have other --

17 Q Places --

18 A They have other sponsors. So Regions,
19 it's really more just the name association with
20 the university. So what we'll do is Regions will
21 do their game day. And so if they're having a
22 game, then Regions is identified on that game
23 day.

Page 143

1 We have the Regions fourth quarter -- Fifth
2 Quarter Show. The Regions Fifth Quarter Show.
3 And so it's just name recognition.

4 Q And how is it identified? Is it
5 identified as Regions Bank, or otherwise?

6 A No. It's identified as Regions Fifth
7 Quarter Show.

8 Q And you put that on T-shirts and that
9 sort of thing?

10 A No. It's on the radio.

11 Q On the radio. Okay.

12 A It's Eli Gold for Alabama. It's Mike
13 Hubbard for Auburn. We do this with many schools.

14 Q Okay. To your knowledge, are any
15 instructions given to employees of Regions to look
16 out for third party use of the Regions name?

17 A I don't know. Not to my knowledge.

18 Q To your knowledge, is there any effort
19 to determine whether or not your customers include
20 people whose names have Regions in the name?

21 A I -- I don't understand your question.
22 Try me again.

23 Q If I represent to you that there are

Page 144

1 people who have Regions in their names that are
2 also banking customers of Regions, is there
3 anything that Regions does, to your knowledge, to
4 try to recognize that fact?

5 A No. Not to my knowledge.

6 WHEREUPON, A RECESS WAS TAKEN.

7 MR. HUDSON:

8 That's all I have.

9 EXAMINATION

10 BY MR. PECAU:

11 Q You mentioned New South. Who are they?

12 A New South Research? They're the
13 research firm that did our research that we went
14 through.

15 Q For how many years did you use them?

16 A Many, many years.

17 Q More than five years?

18 A Yes.

19 Q More than ten years?

20 A I believe so.

21 Q Okay. And why did you use them year
22 after year?

23 A I wanted consistency in what they were

Page 145

1 telling me. And they did a good job. Other
2 banks, as I said a while ago, used them and highly
3 recommended them. And they did a good service for
4 us.

5 Q And you relied upon the results of their
6 business in the normal course of your business?

7 A Yes.

8 Q And you relied on the results of their
9 surveys for your business decisions?

10 A Yes, in the sense that -- yes.

11 Q Okay. And were these surveys
12 quantitative surveys?

13 A Yes. Well, they did both qualitative
14 and quantitative surveys for us. But the surveys
15 we've been looking at are quantitative. And by
16 "quantitative", that means that they do enough
17 surveys based upon statistical empirical data
18 standards that they've done enough surveys to
19 validate -- you've heard of the polls.

20 If they poll an area, so many -- they call so
21 many people and it's valid. Well, they did those
22 statistics in quantitative. And then we went
23 beyond those numbers. And so I was very confident

37 (Pages 142 to 145)

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

CIVIL ACTION NO.
2:06CV882-MHT

REGIONS UNIVERSITY, INC.,

Defendant.

* * * * *

DEPOSITION OF LAINA COSTANZA, taken
pursuant to stipulation and agreement before Lisa
J. Nix, Registered Professional Reporter and
Commissioner for the State of Alabama at Large, in
the Law Offices of Balch & Bingham, Suite 200, 105
Tallapoosa Street, Montgomery, Alabama on
Wednesday, May 16, 2007, commencing at
approximately 9:00 a.m.

* * * * *

Page 2

APPEARANCES

FOR THE PLAINTIFF:

Mr. William G. Pecau
 Ms. Rachel M. Marmer
 STEPTOE & JOHNSON
 Attorneys at Law
 1330 Connecticut Avenue NW
 Washington, D.C. 20036-1795

Mr. Charles B. Paterson

BALCH & BINGHAM

Attorneys at Law
 Suite 200
 105 Tallapoosa Street
 Montgomery, Alabama 36104

FOR THE DEFENDANT:

Mr. Victor T. Hudson

HUDSON & WATTS

Attorneys at Law
 Suite 2500

One St. Louis Centre
 Mobile, AL 36602

ALSO PRESENT:

Rex Turner, Jr., Ed.D.

EXAMINATION INDEX

BY MR. PECAU 6

Page 4

69 Layout for tablecloth and graphics given 115
 to Lamar (RU-237, RU-1628 - 1630)

70 Ad that appeared in Christianity Today - 127
 March '07 (RU-218)

71 Ad appearing in Military Times in Mar, 127
 Aug, Nov '07 (RU-215)

72 Email string between Dan Margolin and 130
 Anita Crosby re: Thomson Peterson's
 Annual Tuition Update with attached
 Peterson's update (RU-1380 - 1385)

73 2006-2007 CTi Family of Magazines 133
 Advertising Contract/Proposal (RU-217)

74 Screen shot - Southern Christian 135
 University, Important Message from the
 President (RAC00030565 - 00030566)

75 Logo sheet, samples of letterhead and 135
 registration form, seal, diploma and
 display board

76 Invoices reflecting production costs for 139
 commercial (RU-1609 - 1612)

77 Invoices reflecting production costs for 141
 radio ad (RU-1607 - 1608)

78 Invoices reflecting radio broadcasting 142
 costs (RU-1637 - 1639, 1641, 1644 -
 1647, 1633 - 1636, 1642 - 1643, 1648
 - 1652, 1640, 1653, 1657, 1656, 1654 -
 1655)

79 Invoices reflecting billboard costs 145
 (RU-1615 - 1616, 1626 - 1627, 1631 -
 1632, 1620 - 1625)

Page 3

EXHIBIT INDEX

EXHIBIT

57 Listing for Southern Christian 17
 University at www.universities.ac

58 8/9/06 email to Anita Crosby from Laina 69
 Costanza (RU-45)

59 8/4/06 email to Laina Costanza, Barbara 72
 Turner, Anita Crosby from Rex Turner
 (RU-1234)

60 Regions University - Tech Team -- to-do 73
 list (RU-47)

61 8/15/06 email to Barbara Turner from 77
 Laina Costanza (RU-202)

62 8/15/06 email string between Bob 77
 Rocheleau, Elaine Tarence and Laina
 Costanza (RU-201)

63 8/17/06 email string between Bob 77
 Rocheleau, Elaine Tarence and Laina
 Costanza (RU-200)

64 Email receipt - system users, student 78
 (Summer 2006) (RU-1278 - 1279)

65 Home Page for Regions University 80
 (RAC-00030552)

66 Photographs of signage (RAC00030559 - 90
 00030564)

67 Invoices for promotional items (RU-1558 106
 - 1661, 1663, 1665 - 1669)

68 Pictures of promotional items listed in 107
 Exhibit 67 (RU-227 - 232)

Page 5

STIPULATION

It is hereby stipulated and agreed by and
 between counsel representing the parties that the
 deposition of LAINA COSTANZA is taken pursuant to
 the Federal Rules of Civil Procedure and that said
 deposition may be taken before Lisa J. Nix,
 Registered Professional Reporter and Commissioner
 for the State of Alabama at Large, without the
 formality of a commission, that objections to
 questions other than objections as to the form of
 the question need not be made at this time but may
 be reserved for a ruling at such time as the said
 deposition may be offered in evidence or used for
 any other purpose by either party provided for by
 the Statute.

It is further stipulated and agreed by and
 between counsel representing the parties in this
 case that the filing of said deposition is hereby
 waived and may be introduced at the trial of this
 case or used in any other manner by either party
 hereto provided for by the Statute regardless of
 the waiving of the filing of the same.

It is further stipulated and agreed by and

Page 22

1 and then from '95 to '99 I worked at
 2 Pentland USA.
 3 Q. What was that?
 4 A. Pentland, P-E-N-T-L-A-N-D.
 5 Q. What do they do?
 6 A. They own -- well, they're part of Pentland,
 7 PLC out of the U. K. They own Mitre, Pony,
 8 Reusch. They own, like, probably 12, 15
 9 brands. And they brought it to the United
 10 States to push those brands in the United
 11 States. It ranged from footwear to
 12 sporting goods and fashionable clothing.
 13 Q. Where were they located?
 14 A. Pentland, USA was in Nashville, Tennessee
 15 and also in New York.
 16 Q. When did you move to Montgomery?
 17 A. 1998. I got the date wrong on that now.
 18 1998 was when I left Pentland, USA. I
 19 moved to Montgomery in '99.
 20 Q. So you've been in Montgomery since 1999?
 21 A. Yes.
 22 Q. And what was your first job while you were
 23 in Montgomery?

Page 23

1 A. My husband was doing his production still.
 2 He worked with HGTV. He was freelance, so
 3 I worked with him. Thought I might get in
 4 that industry, in the production industry.
 5 And then I started a company, Ruby Red
 6 Company, and I thought I might do my own
 7 clothing. And then I got into the
 8 graphics. It's always something that I did
 9 along with design and thought that might be
 10 the best direction to go since you'll never
 11 have any clothing design companies here in
 12 Montgomery, Alabama.
 13 Q. So when did you start doing graphics?
 14 A. I've always been doing graphics since
 15 probably 1993. I started working on -- I
 16 did print designs and a lot of computer
 17 designs from '93 until today. Always been
 18 doing them.
 19 Q. So what was your first advertising job?
 20 A. I never had an advertising job. When
 21 you're a product manager, you manage the
 22 advertising and marketing of your brand,
 23 and that's how I have experience in the

Page 24

1 marketing area.
 2 Q. So what were the periods of time when you
 3 were doing marketing?
 4 A. During -- While I worked at Pentland, USA.
 5 Q. And these were the various brands that you
 6 were talking about?
 7 A. Yes. I was product manager for Mitre,
 8 Pony, Reusch, and Ellesse.
 9 Q. So when did you start -- When did you
 10 become a media buyer?
 11 A. I think it's in 2002 or 2003. I think it's
 12 2003.
 13 Q. Do you ever do any research, marketing or
 14 advertising research?
 15 A. Do I do it now or had I prior or ...
 16 Q. Well, why don't we start now. Do you do it
 17 now?
 18 A. Yes.
 19 Q. What sort of marketing research do you do?
 20 A. Do a lot of reading.
 21 Q. What do you mean by that?
 22 A. We do a lot -- We have a lot of marketing
 23 information we get off the Internet with

Page 25

1 different sites. I have a lot of
 2 newsletters I have sent to myself. But
 3 it's not my -- I mean, there's lots of
 4 things I'm reading besides marketing.
 5 That's not the only thing I'm looking at.
 6 I'm looking at, you know, graphics, design.
 7 Q. So what sort of marketing research have you
 8 done?
 9 A. Besides the reading?
 10 Q. Yeah, beside reading.
 11 A. Nothing.
 12 Q. Have you ever been involved in focus
 13 groups?
 14 A. We didn't do focus groups when -- I never
 15 was involved in them at Pentland, no.
 16 Q. Well, since 2001, have you --
 17 A. No.
 18 Q. -- been involved in any focus groups?
 19 A. No.
 20 Q. What about any other kind of survey or that
 21 kind of market, consumer market research?
 22 Have you been involved in any consumer
 23 market research?

Deposition of Laina Costanza

May 16, 2007

Page 34

1 doing is?

2 A. No. The only thing we use is we have an
3 RFI -- a very detailed RFI that will give
4 us some information if they fill it out
5 properly as to where they heard the
6 advertising. There's a lot of things there
7 for them to choose from.

8 Q. RFI, what does that mean?

9 A. It's a request for information, and it's
10 required to be filled out before somebody
11 applies. And some people don't actually go
12 through with the application, but it
13 will -- even if they call in, they're going
14 to have to go and fill out that RFI so that
15 we can have some information about them so
16 we can contact them back or answer any
17 questions they may have.

18 Q. These RFI's, do you keep running reports of
19 them?

20 A. Yes. I don't personally keep them. The
21 university has them and I can request a
22 report.

23 Q. Let me show you what's been marked as --

Page 35

1 well, this is my copy of Exhibit 17. You
2 mentioned that you see reports of what
3 students come from what states. Is Exhibit
4 17 the kind of report that you get?

5 A. Well, no. There are a lot of different
6 reports that they run. I have seen this
7 report before. This is not the one -- the
8 only one I request, but this is one I could
9 request.

10 Q. Who do you request these reports from?

11 A. Anita Crosby.

12 Q. In addition to Ms. Crosby and Dr. Turner,
13 is there anyone else you discuss
14 advertising budgets with for Regions
15 University?

16 A. Barbara Turner is the bursar, and she might
17 be involved in the conversation, you know,
18 if Anita has a question or something like
19 that. But it's more -- they're involved in
20 the money part of it, not the, you know,
21 advertising decisions.

22 Q. And the advertising decisions, those
23 decisions are made by you and Dr. Turner?

Page 36

1 MR. HUDSON: Object to the form.

2 Q. I'll rephrase the question. Those
3 decisions are made by Dr. Turner --

4 A. Yes.

5 Q. -- with your input?

6 A. Sometimes, but he has the direction and I
7 implement it. I am not a typical
8 advertising agency. I'm more of a -- I
9 implement the vision or the direction that
10 the university wants to go in. I do not
11 suggest -- not that I don't ever suggest,
12 but I don't tell them what to do and make
13 those decisions without their input.

14 Q. Now, for the calendar year of 2006, do you
15 know approximately what the budget was for
16 Southern Christian University?

17 A. I believe we estimated it would be
18 around -- around 700 and ...

19 When you're talking to the media and
20 different advertisers, there might be
21 something that comes up and we might
22 present it, and then the budget in essence
23 will go up. But I believe we estimated it

Page 37

1 around 700, and it ended up being around
2 800, a little over 800.

3 Q. And that's for 2006?

4 A. Yeah.

5 Q. 2005, do you know approximately what the
6 budget was?

7 A. I don't. It's probably gone up 100,000 to
8 150,000 each year.

9 Q. And who would have the records of the
10 amount spent? Would that be Ms. Crosby
11 or --

12 A. Yes.

13 Q. -- Dr. Turner?

14 A. Ms. Crosby.

15 Q. Ms. Crosby?

16 A. Yeah.

17 Q. You mentioned one of the vehicles used to
18 promote the school was Web advertising; is
19 that correct?

20 A. Yes.

21 Q. What sort of form of Web advertising does
22 Southern Christian University use?

23 A. We've not been in it a whole lot, but we

Deposition of Laina Costanza

May 16, 2007

Page 38

1 started out on a Christian site,
 2 Christian-net, with Southern Christian
 3 University. That was a paid
 4 advertisement. We've done some with WSFA,
 5 and we have collegesanduniversities.net.
 6 Q. What's WSFA?
 7 A. It's a television station, Channel 12,
 8 WSFA.
 9 Q. And you can do Internet advertising with
 10 them?
 11 A. Just Internet banners.
 12 Q. Do any pop-up ads?
 13 A. No.
 14 Q. Do you buy any search placements?
 15 A. No.
 16 Q. Do you know what a search placement is?
 17 A. I do.
 18 Q. Just so the record is clear, can you tell
 19 me what a search placement is?
 20 A. It would be to go on Google and you can --
 21 you can buy -- actually, you would be
 22 buying key words and things like that to
 23 increase your search on different sites,

Page 39

1 but we don't do any of that.
 2 Q. Has the university ever done that?
 3 A. No.
 4 Q. When did Southern Christian University
 5 start advertising on the Web?
 6 A. Christian-net was in place when I took over
 7 placement, so probably 2002, 2003. They
 8 had something with Christian-net.
 9 Q. Now, in addition -- now, in -- well, prior
 10 to August of 2006, did Southern Christian
 11 University use TV, radio, print and Web
 12 advertising?
 13 A. Yes.
 14 Q. And used promotional materials as well?
 15 A. Yes.
 16 Q. And some of those promotional materials are
 17 E promotional materials, electronic
 18 promotional materials? I mean, somebody
 19 calls you up, asks you for something, you
 20 send them a --
 21 A. Brochure.
 22 Q. -- brochure electronically?
 23 A. Yes.

Page 40

1 Q. So that's one way of doing it.
 2 Do you print brochures and hard copies
 3 as well?
 4 A. The university has hard copies for people
 5 that come into the school.
 6 Q. Do you get -- What kind of foot traffic
 7 does the university get, people coming into
 8 the school that might be interested? Do
 9 you know?
 10 A. I'm not sure. My office is not there and
 11 hasn't been there since 2002.
 12 Q. So you work out of home?
 13 A. Yes. I work out of three offices actually.
 14 Q. Okay. I know two out of three, so -- one
 15 is your home. Two is --
 16 A. Armanda Costanza, Incorporated is in
 17 Nashville, Tennessee, so that's perhaps the
 18 one I didn't give you. It's 240 Great
 19 Circle Road. We have to travel up there.
 20 Q. How much time a year do you spend in
 21 Nashville?
 22 A. Well, lately, I haven't because I have a 19
 23 month-old and the travel is not good. But

Page 41

1 before that, we'll be up there six, seven
 2 times a year. But we have a conferencing
 3 system where we can see them live, speak to
 4 them as if we're there. It's not just a
 5 company that runs itself without our help.
 6 Q. Now, in terms of the media advertising of
 7 Regions University or Southern Christian
 8 University, is there a particular -- are
 9 there particular times of year that you
 10 concentrate your media buys in?
 11 A. Yes, during enrollment.
 12 Q. And when is that?
 13 A. Enrollment is March through May, July
 14 through September, and November to January.
 15 Q. Now, in those -- so you have three
 16 different periods there. Any one of those
 17 periods do you more heavily concentrate on
 18 than others?
 19 A. No, not really.
 20 Q. So if you have a budget of, let's say,
 21 900,000, you would generally break it down
 22 to 300, 300, 300?
 23 A. Yes, but sometimes when you place -- you

Deposition of Laina Costanza

May 16, 2007

Page 42

1 know, like there's an election year and you
2 try to go and place, you may not get enough
3 spots. So you may have some money left
4 over so you can move it around into another
5 semester or, you know, do a billboard or do
6 a print ad.

7 So it's not written in stone. We try
8 to place it -- if we're going to place
9 something new, we ask, but we do have money
10 left over to work with from the budget.

11 Q. Now, if you have a television commercial,
12 how do you know if it's successful or not?

13 A. By the calls, by the RFI's. We speak to
14 the recruiters. You'll hear word of
15 mouth. We're in that industry, so ...

16 Q. In terms of -- you said the industry. What
17 industry are you referring to?

18 A. Well, I think I was thinking more like
19 whether or not the commercial was good.
20 I'm sorry. You know, we make commercials
21 for lots of different companies. We do
22 music videos. So I was thinking more like
23 whether or not the commercial was good.

Page 43

1 You were thinking whether it was helpful to
2 enrollment.

3 Q. And that's a goal of your commercials, for
4 them to be helpful to enrollment?

5 A. Yes. I just had my other hat on.

6 Q. My father used to always say that when he
7 had the ads that he really liked and he won
8 awards, that's when he lost a client.

9 So you try to keep track of the calls,
10 the RFI's, and speak to the recruiters
11 generally to see what the traffic you
12 obtain from your media buys; is that
13 correct?

14 A. Yes.

15 Q. And is it your experience that when you
16 have TV and radio and billboard
17 advertising, the calls tend to go up during
18 the time that you're actually advertising?

19 A. Yes.

20 Q. And then they go down when you're not
21 advertising; is that correct?

22 A. Right. They've stayed more consistent with
23 some of the internet advertising that we've

Page 44

1 done, but it -- there is a drop in calls
2 when we're not advertising.

3 Q. In terms of television advertising, what is
4 it -- your target audience?

5 A. Would be an individual 25 to 55, young
6 professional or a mother at home, someone
7 who needed to finish their degree or is
8 transferring, someone who wants to further
9 their education, someone who already has a
10 bachelor's. Usually it's more of a
11 professional -- you target more of a
12 professional market.

13 Q. As opposed to what market?

14 A. Disney Channel, WB. You're not going to
15 advertise on those channels.

16 Q. So you concentrate your advertising on news
17 programs and things of that sort?

18 A. Yes.

19 Q. What about billboard advertising? What's
20 the purpose of that?

21 A. What do you mean by purpose?

22 Q. What audience is billboard advertising
23 directed to?

Page 45

1 A. I think it's just for name recognition or
2 building your brand.

3 Q. When you say building your brand, what do
4 you mean by that?

5 A. Well, it probably comes from my
6 background. Just building almost a feeling
7 of what this brand is trying to get across,
8 how it looks.

9 Q. And that's sometimes called by
10 professionals as creating a brand
11 personality; is that correct?

12 MR. HUDSON: Object to the form.

13 You can answer the question.

14 A. A brand personality? That's not the
15 language I've used. I just call it
16 branding.

17 Q. Okay. Have you ever used -- heard the term
18 brand personality?

19 A. No.

20 Q. Have you ever taken any marketing courses?

21 A. I've taken probably -- well, I have a minor
22 in marketing. I've taken six, seven. I'm
23 not hired as that type of company. I'm an

Deposition of Laina Costanza

May 16, 2007

Page 62

1 September, was it?
 2 A. Yes, one of the periods is that.
 3 Q. In July through September 2006, what media
 4 advertising were you doing?
 5 A. We were doing Southern Christian
 6 University.
 7 Q. And was that on television?
 8 A. Television.
 9 Q. Radio?
 10 A. We had just started radio. I'm not sure
 11 that radio was in that period of that year.
 12 Q. Billboard advertising --
 13 A. No.
 14 Q. -- during that period?
 15 Print advertising?
 16 A. Print advertising. I don't know how many
 17 ads fell in that period. Print is a little
 18 bit more random.
 19 Q. Now, in terms of preparing a television
 20 commercial and then making media buys, how
 21 much lead time do you generally need?
 22 A. We try to place two to three months in
 23 advance if we can, especially -- you have

Page 63

1 to think about elections. You have to
 2 think about certain things that are coming
 3 on TV. Talk to your advertisers and
 4 they'll tell you what's booked and, you
 5 know, they'll tell you, actually, at the
 6 first of the year some things to watch out
 7 for so that you don't get bumped out of
 8 your spot.
 9 Q. Now, in July through September of 2006, did
 10 you get any direction from Dr. Turner to
 11 try to reduce the amount of television
 12 advertising that was budgeted for that
 13 period of time?
 14 A. No.
 15 Q. When did you first learn that the school
 16 was going to choose the name Regions?
 17 A. Probably the first of August.
 18 Q. And who told you?
 19 A. Dr. Turner.
 20 Q. He called you at home?
 21 A. (Witness nods head up and down.)
 22 Q. And what do you recall of that
 23 conversation?

Page 64

1 A. He just said that he thought the new name
 2 for the university could be Regions
 3 University.
 4 Q. And did you have any reaction at all?
 5 A. I did.
 6 Q. What did you say?
 7 A. I thought that was a good vision based
 8 on -- the first thing that came to mind was
 9 go into all the world, preach the gospel.
 10 I don't know the verse verbatim, but I
 11 thought of that, that was a good vision
 12 because it kind of summarized the direction
 13 he goes.
 14 Q. Did he tell you that he chose Regions
 15 University for any particular reason?
 16 Strike that. I'll rephrase that question.
 17 Did he tell you he chose the name
 18 Regions for any particular reason?
 19 A. No, he did not say I chose it for -- no, he
 20 didn't get into any of that.
 21 Q. Did the Regions Bank name come to your mind
 22 when he mentioned the word Regions?
 23 A. It did.

Page 65

1 Q. And you said that at the time of
 2 transition -- Strike that.
 3 You said that you went on the Regions
 4 Bank Web site at some time around that
 5 period of time; is that correct?
 6 A. Not when he told me. I went and looked at
 7 it -- I had designed a logo. I had gone
 8 through a process of doing that. And the
 9 bank near me is -- has a capital R, lower
 10 case E-G-I-O-N-S. And I was driving by and
 11 saw that Regions had a sign up for
 12 financing some property and it was all in
 13 capitals. And I thought, I need to look
 14 and make sure, you know, what that is,
 15 because I don't really know Regions, but I
 16 think of branding. I think of that lower
 17 case E with that G. I thought I need to
 18 look at that and steer clear of that.
 19 Q. So you went on the Regions site at that
 20 time?
 21 A. I did.
 22 Q. And approximately when was that? Do you
 23 know?

Deposition of Laina Costanza

May 16, 2007

Page 94

1 A. In the Christian community, yes.
 2 Q. Outside the Christian community, do you
 3 know?
 4 A. I wouldn't know.
 5 Q. Has there been any -- since you've been at
 6 Southern Christian University, has there
 7 been any effort to determine what the
 8 recognition of Southern Christian
 9 University was?
 10 A. Has there been any effort to
 11 determine ... I'm not sure. I have not --
 12 I have personally not tried to determine
 13 that. The school is separate, and I'm
 14 not -- I'm not there day-to-day to know if
 15 there's those discussions going on.
 16 Q. Well, have you ever seen any documents that
 17 discuss the recognition of Southern
 18 Christian University?
 19 A. No.
 20 MR. PECAU: This would be a good
 21 time to take a short break.
 22 (Brief recess was taken.)
 23 Q. Let me show you what's been previously

Page 95

1 marked as Exhibit 48. Can you tell me what
 2 this exhibit represents?
 3 A. This represents the plans for media
 4 placement and print advertising for 2007.
 5 It has not already been placed, but it's --
 6 it is a plan for how we will place the
 7 money for 2007.
 8 Q. And this plan covers the three periods of
 9 time that you spoke about?
 10 A. Well, what we didn't speak about was that
 11 within a year, there may be something
 12 special that we do. I don't know what year
 13 it was, but -- maybe in 2004 that we did a
 14 national spot that was not planned. We did
 15 it out of New York for Southern Christian
 16 University.
 17 There will be things that will come up
 18 and we'll do. There might be some extra
 19 money and we'll say, oh, well, let's try
 20 this or that because we've got money left
 21 over. We can't place \$10,000 on this
 22 station because they don't have it
 23 available, so we take that money and we go

Page 96

1 do something different or we come up with a
 2 whole new idea together and we look for
 3 extra money or we move money around.
 4 Q. But this is -- but Exhibit 48 was your
 5 media plan for the annual year 2007; is
 6 that correct?
 7 A. Yes.
 8 Q. And what does the first page represent?
 9 A. It represents our first media placement for
 10 2007, this first page.
 11 Q. So is this -- so this covers TV,
 12 billboards, radio and newspapers?
 13 A. Yes.
 14 Q. So in your first media placement in 2007,
 15 the only states that you advertised in were
 16 Alabama and Tennessee; is that correct?
 17 A. Yes.
 18 Q. Between Alabama and Tennessee, you spent
 19 more money in Alabama; is that correct?
 20 A. We did.
 21 Q. What's the Montgomery Advertiser?
 22 A. It is a newspaper.
 23 Q. In Montgomery?

Page 97

1 A. Yes.
 2 Q. And was that \$127,000 spent?
 3 A. No, we spent a little bit less than that.
 4 I don't know the exact number.
 5 Q. Did you spend it in any markets other than
 6 Alabama and Tennessee?
 7 A. No.
 8 Q. Now let's go to the next page, which is
 9 1604.
 10 Oh, incidentally, with respect to all
 11 of the advertisements that are -- and
 12 commercials on the first page of Exhibit
 13 48, were all those for Regions University?
 14 A. Yes.
 15 Q. And you used the name Regions University in
 16 each one of those ads?
 17 A. Yes.
 18 Q. And prior to February of 2007, did you have
 19 television advertising referring to the
 20 name Regions University?
 21 A. No.
 22 Q. So does Exhibit 48 represent the first
 23 media advertising using Regions University?

July 13, 2007

Page 1

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

REGIONS UNIVERSITY, INC.,

Defendant.

CIVIL ACTION NO.
2:06CV882-MHT

* * * * *

DEPOSITION OF ANITA CROSBY, taken pursuant to stipulation and agreement before Pamela A. Wilbanks, Registered Professional Reporter and Commissioner for the State of Alabama at Large, in the Law Offices of Balch & Bingham, 105 Tallapoosa Street, Suite 200, Montgomery, Alabama, on Friday, July 13, 2007, commencing at approximately 1:00 p.m.

* * * * *

Page 2

APPEARANCES

FOR THE PLAINTIFF:

Mr. William G. Pecau
 Ms. Rachel M. Marmer
 STEPTOE & JOHNSON
 Attorneys at Law
 1330 Connecticut Avenue NW
 Washington, D.C. 20036-1795

FOR THE DEFENDANT:

Mr. Victor T. Hudson
 HUDSON & WATTS
 Attorneys at Law
 Suite 2500

One St. Louis Centre
 Mobile, AL 36602

ALSO PRESENT:

Mr. Rex Turner, Jr., Ed.D.

EXAMINATION INDEX

BY MR. PECAU 5

Page 3

EXHIBIT INDEX

120	Notice of deposition	17
121	Degrees listed by term from Regions University	20
122	Degrees listed by date conferred from Regions University	22
123	Ledger balance for advertising expenditures 1/1/04 through 6/30/04	33
124	Admissions Application for Regions University	47
125	Regions University Student Application Needs List	55
126	Letters sent to other universities for notification of name change	87
127	8/7/06 letter to whom it may concern from Dr. Turner announcing the name change of the university	88

STIPULATION

It is hereby stipulated and agreed by and between counsel representing the parties that the deposition of ANITA CROSBY is taken pursuant to the Federal Rules of Civil Procedure and that said

Page 4

deposition may be taken before Pamela A. Wilbanks, Registered Professional Reporter and Commissioner for the State of Alabama at Large, without the formality of a commission, that objections to questions other than objections as to the form of the question need not be made at this time but may be reserved for a ruling at such time as the said deposition may be offered in evidence or used for any other purpose by either party provided for by the Statute.

It is further stipulated and agreed by and between counsel representing the parties in this case that the filing of said deposition is hereby waived and may be introduced at the trial of this case or used in any other manner by either party hereto provided for by the Statute regardless of the waiving of the filing of the same.

It is further stipulated and agreed by and between the parties hereto and the witness that the signature of the witness to this deposition is hereby not waived.

Page 5

ANITA CROSBY

The witness, after having first been duly sworn to speak the truth, the whole truth and nothing but the truth testified as follows:

EXAMINATION

BY MR. PECAU:

Q. Could you state your full name for the record, please?

A. Anita Lynn Crosby.

Q. And where do you live?

A. Millbrook, Alabama.

Q. Millbrook, Alabama. Is that near Montgomery?

A. Yes. It's approximately 20 miles north of Montgomery.

Q. How long have you lived in the Montgomery area?

A. Since 1985.

Q. And where did you move from?

A. Schiller Park, Illinois.

Q. You're presently employed by Regions University; is that right?

A. That's correct.

Q. And that was formerly Southern Christian

Page 30

(Off-the-record discussion.)

Q. So in 2005-2006, it says that the typical undergraduate full-time tuition was \$9,600.

A. Correct.

Q. Is that what it was?

A. Yes.

Q. So is there a reason -- were students charged a different amount in 2005-2006 than they were in 2006-2007?

A. We restructured our tuition. In 2005-2006 full-time undergraduate students received a half tuition scholarship. We did away with the scholarship in 2006-2007 and so reduced the tuition. So the net result is just a little increase in charging of tuition.

Q. So in 2005-2006 every single undergraduate got a scholarship of approximately \$4,800?

A. Every full-time undergraduate student.

Q. And then in 2006- -- Let me go back. So in 2005 and 2006 for full-time undergraduates, the typical ones, the university was netting approximately \$4,800 per student; is that correct?

Page 31

A. That's correct.

Q. And then in 2006-2007, those same students, the school was netting \$6,000; is that correct?

A. Correct. On tuition. We also did away with the comprehensive fee for undergraduate students. We had a \$400 undergraduate comprehensive fee in 2005-2006. That was a one-time fee per semester. That wasn't based on semester hours. That was done away with. You're right. We netted 6,000 in tuition in 2006-2007. We netted \$4,800 plus the \$400 comprehensive fee in 2005-2006.

Q. Which is \$5,200?

A. Correct.

Q. So, in essence, what you did is you raised the tuition from 5200 net to 6,000?

A. Correct.

Q. Have you done any studies specifically to determine whether, for example, with the Turner School of Theology that the school makes money with those students?

A. Are you asking me if we're operating in the

Page 32

black in the Turner School of Theology?

Q. Yes.

A. Yes, we are.

Q. Does the Turner School of Theology have a larger net -- does it give a larger net income to the school than, for example, the undergraduate programs?

A. No.

Q. Most money is made with the undergraduate programs?

A. No, I wouldn't say that either. We have undergraduate and graduate programs. We have graduate programs that are not within the Turner School of Theology. So the Turner School of Theology versus everybody else, Turner School of Theology does not net as much as everybody else. As far as everybody else, I don't separate those out.

Q. In terms of everybody other than the Turner School, all the programs net in the black?

A. Yes.

MR. PECAU: Let's mark this as the next exhibit, which is 123.

Page 33

(Exhibit 123 marked for identification.)

Q. Incidentally, if you ever want to take a break and run outside and get warm or have another reason for a break, just let us know.

(Brief off-the-record discussion.)

Q. Let me show you what's been marked as Exhibit 123 and ask if you'll tell me what's shown here.

A. This is a copy of the general ledger for advertising expenditures for January 1st, 2004 through June 30th, 2004.

Q. So this basically shows -- what is the total -- How do I figure out what the total advertising was for January 1, 2004 through June 30, 2004?

A. Well, since our fiscal year runs from July to June, there's no total for a January through June. So you actually have to physically go on the second page, RU-2721, and would have to total the debit columns and subtract the credit columns.

Q. Well, we don't have to do that now, thank

Page 34

1 goodness.

2 Can I tell from these references what --
3 For example, on page 2721 of Exhibit 123, can
4 I tell what, for example, the \$43,770.63 is
5 for?

6 A. It's just for advertising. You could tell it
7 came from accounts payable, but that's all you
8 can tell.

9 Q. That's all you can --

10 A. That's right.

11 Q. In terms of advertising, what do you include
12 in advertising? Why don't you tell me first
13 and then I'll ask you some follow-up
14 questions.

15 The question is, what do you include in
16 these numbers for advertising that are shown
17 in Exhibit 123?

18 A. I include media placement, print advertising,
19 Internet advertising, production of
20 commercials, branding, promotional materials,
21 such as pens and markers.

22 Q. Okay.

23 A. I can't think of any other off the top of my

Page 35

1 head.

2 Q. When you say branding, what do you mean by
3 that?

4 A. For example, getting our name out there.

5 Q. Can you give me an example of what that
6 means? I know media advertising would be like
7 TV, radio, billboards. You have magazine and
8 newspaper advertising. You have brochures
9 that you send out. So what are additional
10 things that you would put under advertising?

11 A. Well, I guess how I look at it -- I'm not a
12 marketing person so I'm talking strictly
13 from --

14 Q. I just want to know it from the chief
15 accountant's point.

16 A. How I look at it, at the beginning of the
17 year, actually in February, we develop the
18 institutional budget for the next year that
19 begins July 1st. In that budget we have our
20 typical advertising, and then we just added
21 extra because we knew, you know, throughout
22 the year -- when we changed our name in
23 August, we were going to have to add some more

Page 36

1 into it. So it's kind of part of the media
2 placement and the Internet. You can kind of
3 look at it two ways, but I had to have another
4 line item to make sure we weren't going to
5 overspend.

6 Q. Right. But what's shown in Exhibit 123 is
7 what you actually spent, right?

8 A. Correct.

9 Q. So what's included in the expenditures in
10 addition to, you know, media buys, production
11 costs, mailing, brochures and things like
12 that?

13 A. Now, mailing is not in there. That would
14 be --

15 Q. Mailing is out of that?

16 A. You're talking about just mailing brochures?

17 Q. Yeah. That's not included?

18 A. No. And we don't do a whole lot of mailing of
19 brochures. Most of our brochures are
20 distributed over the Internet. People will go
21 online and request information, and a brochure
22 will be sent to them or they are taken to a
23 career day or something like that. There's

Page 37

1 not a whole lot of mailing. So if there's a
2 one or two brochure that gets mailed out, it
3 just goes into postage.

4 Q. You have recruiters which I think you folks
5 call advisors; is that correct?

6 A. That's correct.

7 Q. Would any of the expenditures relating to them
8 be included in this advertising?

9 A. You mean their salaries or anything like that?

10 Q. Their salaries.

11 A. No.

12 Q. You have to have an 800 number, for example.
13 Would that be included in here?

14 A. No.

15 Q. What else might be included in branding? Is
16 there anything else you can think of?

17 A. No.

18 Q. Now, with respect to 2006-2007 -- that would
19 be July 1, 2006 through June 29, 2007 -- those
20 numbers, I guess, appear on pages RU-2726 and
21 RU-2727; is that correct?

22 A. Yes.

23 Q. Now, the number that's down here on the end

Page 38

1 balance is \$1,251,012.76?
 2 A. Correct.
 3 Q. And that's money that actually went out of the
 4 pockets of the university and was spent on
 5 advertising; is that correct?
 6 A. Correct.
 7 Q. Now, in terms of the advertising expenditures,
 8 the left-hand column has dates. Do you see
 9 that?
 10 A. Yes.
 11 Q. What are those dates representing? Are those
 12 the dates that the expenditure was incurred or
 13 that the money went out?
 14 A. It could be either.
 15 Q. So do you have a policy on when you book an
 16 expenditure?
 17 A. We try to book it as soon as we get the
 18 invoice, try to post it and pay it
 19 immediately. I'm not saying that happens a
 20 hundred percent of the time. But normally
 21 when an invoice comes in, we'll post it. If
 22 it's a July invoice, it will appear -- the
 23 left-hand date would be the month it occurs

Page 39

1 in. It's always the last day of the month.
 2 Q. Right.
 3 A. And then we try to pay it right out.
 4 Q. Let's say you get a bill that comes in your
 5 office on 12/15, for example, and it's for
 6 advertising expenditures that occurred a month
 7 earlier. So that would be 11/15. And then
 8 you paid it. Well, when would you invoice
 9 it? The invoice -- You would invoice it as
 10 soon as you got it in, right?
 11 A. When would we invoice it?
 12 Q. Yes. When would it be put on your system?
 13 You got it on 12/15. It would show up here as
 14 12/31, correct?
 15 A. Correct.
 16 Q. And then you would pay it sometime close to
 17 that?
 18 A. Right.
 19 Q. Now, in terms of the advertising expenditures
 20 shown on July 1, 2006 through June 29, 2007,
 21 my understanding is that there wasn't any
 22 advertising of the term "Regions University"
 23 until after the first of the year. Do you

Page 40

1 have any understanding about that?
 2 A. That's my recollection as well.
 3 Q. Based on that, everything prior to 1/31 would
 4 be for Southern Christian University. Would
 5 that be an accurate statement?
 6 A. I believe that is accurate.
 7 Q. Now, is there a budgeted amount -- this is
 8 just through -- Now, for the year prior to
 9 that, which would be July 1, 2005 through June
 10 29, 2006, it looks like the total expenditures
 11 were \$706,349.23; is that correct?
 12 A. That's correct.
 13 Q. And the year prior to that, which is the
 14 fiscal year ending 6/30/2005, the total
 15 expenditures were \$637,000 and change?
 16 A. That's correct.
 17 Q. It isn't shown here, but do you know
 18 approximately what the total expenditures were
 19 for the fiscal year prior to the one ending
 20 6/30/2004?
 21 A. I believe it was 550,000 approximately.
 22 Q. Do these numbers include the 15 percent or
 23 thereabouts fees for paying your advertisers?

Page 41

1 A. Yes.
 2 Q. And that's Ms. Costanza?
 3 A. Right. Blue Group.
 4 Q. Do you know when Southern Christian University
 5 started advertising on television?
 6 A. No, I don't. It's been several years.
 7 Q. Let me show you what's been marked previously
 8 as Exhibit 48. Do you see that?
 9 A. Yes.
 10 Q. At the end of that document, there's a
 11 six-figure number. What is that? I don't
 12 have it in front of me so I can't see it.
 13 MR. HUDSON: Let me try and read it.
 14 MR. PECAU: Let me point it out to
 15 you.
 16 Q. This one, the second one on the page.
 17 A. 831,500.
 18 Q. Can you tell me what that's supposed to
 19 represent? Do you know?
 20 A. That is projected expenditures from our media
 21 company for the calendar year of 2007, and
 22 that was done, looks like, several months ago.
 23 Q. And has that budget been revised since? Do

Russell Dunman

James Shlesinger

Page 1

IN THE UNITED STATES DISTRICT COURT
 FOR THE
 MIDDLE DISTRICT OF ALABAMA
 NORTHERN DIVISION

REGIONS ASSET COMPANY,	*	
	*	
Plaintiff,	*	
	*	
Vs.	*	CIVIL ACTION NUMBER
	*	
REGIONS UNIVERSITY, INC.,	*	2:06cv882-MHT
	*	
Defendant.	*	

* * * * *

Rule 30(b)(5) deposition of Regions Asset
 Company, taken through the witness, RUSSELL S.
 DUNMAN, before David Michael Camp, Commissioner,
 in the law offices of Balch & Bingham, LLP, 105
 Tallapoosa Street, Suite 200, Montgomery, Alabama,
 on May 9th, 2007, commencing at approximately
 9:17
 a.m.

Page 2

APPEARANCES

For Plaintiff:

BALCH & BINGHAM, LLP
Attorneys at Law
Post Office Box 78
Montgomery, Alabama 36101
(334) 834-6500

BY: CHARLES PATERSON
-AND-

STEPTOE & JOHNSON, LLP
Attorneys at Law
1330 Connecticut Avenue
Washington, D.C. 20036
(202) 429-3000
BY: WILLIAM G. PECAU

For Defendant:

HUDSON & WATTS, L.L.P.
Attorneys at Law
One St. Louis Centre, Suite 2500
Post Office Box 989
Mobile, Alabama 36601
(251) 432-7200

BY: VICTOR T. HUDSON
-AND-

SHLESINGER, ARKWRIGHT & GARVEY, LLP
Attorneys at Law
1420 King Street, Suite 600
Alexandria, Virginia 22314
(703)684-5600

BY: JAMES E. SHLESINGER

Also present: REX A. TURNER, JR.

Page 4

STIPULATION

It is stipulated by and between the parties hereto and their respective attorneys at law that the deposition on oral examination of the Witness, RUSSELL S. DUNMAN, may be taken before David Michael Camp, Commissioner and Notary Public, State of Alabama at Large, and that the said deposition shall be taken in accordance with and, when so taken, may be used in accordance with the provisions of the Federal Rules of Civil Procedure.

It is further stipulated and agreed that all notices provided for by said Federal Rules of Civil Procedure are waived, as is the reading over of said deposition to or by the witness, the signing thereof by the witness, the signing and certification of said David Michael Camp, the filing of said deposition with the Clerk of the Court and all other requirements and technicalities of every sort which would be a prerequisite to the use of said deposition.

It is the intent of the parties hereto that this deposition may be used in evidence as though

Page 3

INDEX

Witness
RUSSELL S. DUNMAN

EXAMINATION

MR. SHLESINGER 6

EXHIBITS

DEFENDANT'S EXHIBIT ONE 61
DEFENDANT'S EXHIBIT TWO 81
DEFENDANT'S EXHIBIT THREE 85
DEFENDANT'S EXHIBIT FOUR 97
DEFENDANT'S EXHIBIT FIVE 143
DEFENDANT'S EXHIBIT SIX 143

Page 5

all requirements of said Federal Rules of Civil Procedure had been complied with.

It is further stipulated and agreed that all parties hereto reserve the right to have corrections made to this deposition as provided for by said Federal Rules of Civil Procedure.

It is further stipulated and agreed that all objections, save as to the form of the questions asked and the responsiveness of the answers thereto are reserved until the time of trial in accordance with the provisions of said Federal Rules of Civil Procedure.

2 (Pages 2 to 5)

Russell Dunman

James Shlesinger

Page 34

1 I object to the form of the
2 question.
3 THE WITNESS:
4 Trying to recall all those would be
5 futile on my part. But an example
6 would be -- for example, our check
7 supplier may be out of Atlanta.
8 Harland Check Company may come and
9 talk about a new check offering that
10 we would be offering to our
11 customers.
12 BY MR. SHLESINGER:
13 Q Okay. What efforts, if you know, have
14 been taken by Regions Bank to enforce its name
15 against other companies?
16 A I know of -- I know of no specific
17 instances.
18 Q Okay. You're aware of this proceeding.
19 Correct?
20 A Yes, sir, correct. This one. Beyond
21 this one.
22 Q Aside from this one, you're not aware of
23 any?

Page 35

1 A No, sir.
2 Q Okay. Are you aware of anyone using the
3 name "Region" or "Regions" other than the bank or
4 Regions University?
5 A No, sir. Other than involved in this
6 case.
7 Q Okay. So you're not aware of any
8 businesses that use the name "Region" or "Regions"
9 other than Regions Bank and Regions University?
10 A No, sir.
11 Q Would you expect that someone would
12 bring that to your attention if they became aware
13 of that?
14 MR. PECAU:
15 I object to the form of the
16 question.
17 THE WITNESS:
18 Not necessarily, no.
19 BY MR. SHLESINGER:
20 Q Okay. It's not one of your duties?
21 A No, sir.
22 Q That would be someone in Birmingham that
23 would have that responsibility, if you know?

Page 36

1 A Yes, sir. That's what I would assume.
2 Q Do you know who that would be?
3 A I mentioned the name Bill Askew, would
4 be the individual that I would go to.
5 Q Okay. Would you briefly describe the
6 types of services that the bank provides?
7 A Basic banking services; checking
8 accounts, savings accounts or time deposit type
9 accounts. Loans. That would be the area that I
10 have most responsibility for, the wide range of
11 services, including trust, investment services,
12 real estate mortgage services, construction
13 lending, real estate lending, private banking
14 would be the majority.
15 Q All right. Does the bank provide any
16 insurance services?
17 A I'm sorry. Insurance services, yes,
18 sir.
19 Q Any other services that the bank
20 provides? You've mentioned, of course, basic
21 banking, checking, loans, trusts, trust accounts,
22 investment services, real estate services,
23 lending, construction lending, and then insurance

Page 37

1 services. Did I miss anything?
2 A I don't think so. That sounds like the
3 list.
4 Q Okay. And do you know whether all of
5 these services are identified under the name
6 "Regions?"
7 A They have Regions attached to them, yes,
8 sir.
9 Q Are there other names that the bank uses
10 to identify these services?
11 A In a hyphenated basis, I can only think
12 of one.
13 Q What's that?
14 A That would be Morgan Keegan, which would
15 be our investment service. And that is a Regions-
16 Morgan Keegan Investments.
17 Q And does the Regions-Morgan Keegan
18 Investments also cover only the sixteen states in
19 which Regions does business?
20 A Yes, sir, I think so.
21 Q What types of insurance services does
22 the bank provide?
23 A The ones that I'm familiar with would

10 (Pages 34 to 37)

Russell Dunman

James Shlesinger

Page 38

1 include credit insurance or credit life type
2 insurance, term life insurance. Others I'm not
3 familiar with because they are not typically dealt
4 with on the consumer side of the bank.

5 Q I see. And who would be responsible for
6 or who would have the knowledge with respect to
7 the insurance part of the business?

8 A I don't have a name for you at the
9 corporate location. Again, it would be in
10 Birmingham.

11 Q Have you always worked in Montgomery
12 County?

13 A Yes, sir.

14 Q Mr. Dunman, let's go through the
15 category of customers that the bank services. For
16 basic banking services, who are your customers?

17 A Anyone that can get to or call or work
18 on the internet to the bank, to Regions.

19 Q So there's no restriction as to who
20 would be a customer of the bank?

21 A None, whatsoever. No, sir.

22 Q Could a minor be a customer?

23 A With a parent's consent, yes, sir.

Page 40

1 A It was an entity that was there that we
2 all used to carry on our ongoing internal
3 educational requirements. That is what we call
4 our educational arm of the company.

5 Q So when you were first employed by the
6 bank, did you go through the Regions University
7 program?

8 A That -- the Regions University was
9 nonexistent thirty-four years ago. So --

10 Q Okay. When did it start up as an
11 institution?

12 A I can't give you a date. Within the
13 last five years, I would say, is when that name
14 became part of our vocabulary here.

15 Q When do you recall you first experienced
16 the Regions University service?

17 A At the point that the company adopted --
18 changed its name of its training program from
19 whatever it was to Regions University, we were all
20 introduced to Regions University as where we would
21 go for corporate training that we would encounter.

22 Q And do you recall when that was?

23 A No, sir, I don't. I don't remember the

Page 39

1 Q Would the same apply to checking
2 accounts?

3 A Yes, sir.

4 Q And loans?

5 A Correct.

6 Q What about investment services?

7 A Anyone -- yes, sir. Anyone that's
8 eligible to request the service.

9 Q You mentioned real estate lending. What
10 is that?

11 A Primarily the commercial side of the
12 bank that deals with that would be loans for
13 construction of new housing, new homes, commercial
14 buildings, office buildings of all sorts.
15 Property development loans.

16 Q Okay. Are you familiar with the bank's
17 Regions University?

18 A Yes, sir, I am.

19 Q Have you participated in that bank -- in
20 the bank's program?

21 A Yes, sir, I have.

22 Q When have you participated in that
23 program?

Page 41

1 date.

2 Q Do you recall the name prior to adopting
3 that name?

4 A No, sir.

5 Q Okay. How often have you used the
6 corporate training program?

7 A A lot. It's almost a -- it's almost a
8 daily ritual to look and see what courses are
9 required.

10 Q And is that ritual through online?

11 A Yes, sir. Most is online.

12 Q But there is some that's not online?

13 A There is face-to-face training involved,
14 as well, yes, sir.

15 Q Okay. For the online training, is it
16 necessary to have some sort of access code to get
17 to that training service?

18 A You have to sign on to your computer so
19 you use your password to get into your computer.
20 And then there may be additional passwords
21 required for registration purposes.

22 Q So you have to have a password in order
23 to access the training program?

11 (Pages 38 to 41)

Russell Dunman

James Shlesinger

Page 42

1 A The computer, yes, sir.
 2 Q Okay. And then you mentioned there are
 3 some off-line parts of this service, as well.
 4 A Yes, sir.
 5 Q And what are those?
 6 A It would be classroom instruction that
 7 the company has deemed a requirement rather than
 8 online, where you face to face with an instructor
 9 in a classroom setting.
 10 Q Okay. And where would the classroom
 11 instruction take place?
 12 A Anywhere that the company sends an
 13 instructor or invites the students. It can be at
 14 any location. There aren't specific locations for
 15 those classes.
 16 Q Have you attended any of those?
 17 A Yes, sir.
 18 Q Where would you have attended those?
 19 A Primarily in Birmingham would be where,
 20 but Montgomery also hosts a number of those for
 21 our area here.
 22 Q What type of programs are involved with
 23 Regions University?

Page 43

1 A For the online or the face to face?
 2 Q Let's start with the online.
 3 A It virtually goes from banking 101, if
 4 you will. The day you're hired, you're introduced
 5 to Regions University as the place you go to get
 6 basic courses. And it goes through advanced
 7 courses of all sorts, product specific, line of
 8 business specific. It's where we all go for our
 9 training.
 10 Q And with respect to the classroom
 11 instruction, does that also include the basic
 12 banking 101?
 13 A Yes, sir, it could. Some of those
 14 classes are also basic banking courses.
 15 Q So it's fair to say the classroom
 16 training would also cover the full gamut of the
 17 services under this Regions University?
 18 A Yes, sir, correct.
 19 Q Do you know whether every employee is
 20 required to go through a training program of this
 21 type with the bank?
 22 A There are courses that require every
 23 employee to enroll and complete the course, yes,

Page 44

1 sir.
 2 Q And do you know what courses those are?
 3 A One specific is what we call a Bank
 4 Security Act and an anti money laundering course
 5 that all of our bank associates are required to
 6 take.
 7 Q Is there any type of ethics course that
 8 the employees are required to take?
 9 A Correct, ethics courses. Business
 10 Ethics is one also.
 11 Q You mentioned the Bank Security Act.
 12 A Yes, sir.
 13 Q What does that mean?
 14 A The Bank Security Act is a federal law
 15 requiring banks to take certain action before and
 16 during the account opening process.
 17 Q And the money laundering is also a
 18 federal law?
 19 A Yes, sir.
 20 Q And so you're basically educating your
 21 employees as to the requirements or parameters
 22 involved with money laundering?
 23 A Correct.

Page 45

1 Q Do you know whether the bank provides
 2 these services to people not employed by the bank?
 3 A Not to my knowledge, no.
 4 Q So to the best of your knowledge, you
 5 don't know -- it's strictly employees of the bank
 6 that receive this training?
 7 A That's correct.
 8 Q For the corporate training, whether it
 9 be the 101 type of training, the basic courses, or
 10 even the specific courses having to do with bank
 11 security or ethics, whatnot, it's all strictly
 12 employees of the bank that are enrolled in these
 13 programs. Correct?
 14 A Yes, sir.
 15 Q And to the best of your knowledge, no
 16 one outside of the bank attends these programs.
 17 Is that true?
 18 A That's correct.
 19 Q Does the bank offer any products to the
 20 consuming public?
 21 A Yes, sir.
 22 Q What types of products?
 23 A Checking accounts, savings accounts,

12 (Pages 42 to 45)

Russell Dunman

James Shlesinger

Page 98

1 Exhibit Four doesn't have anything
2 to do with this witness.
3 MR. HUDSON:
4 No. But the only reason I did that
5 is to keep a record for both you and
6 me that they've been produced by
7 you.
8 MR. PATERSON:
9 Sure.
10 MR. HUDSON:
11 And also to help you alleviate your
12 problem of not having them Bates
13 stamped. So now you don't have to
14 worry about it.
15 MR. PECAU:
16 We will reproduce them with Bates
17 stamps.
18 MR. HUDSON:
19 That's fine. If you want to Bates
20 stamp Four, that's all right too. I
21 don't care. I just want to take one
22 with me and I want to be able to
23 keep up with what has been produced

Page 99

1 as to you. That's all I'm trying to
2 do.
3 MR. PECAU:
4 Sure.
5 BY MR. SHLESINGER:
6 Q Mr. Dunman, are you familiar with the
7 Regions Charity Classic?
8 A Yes, sir.
9 Q And what is that?
10 A It's an annual golf event held in
11 Birmingham each year.
12 Q And is that a golf event for the
13 employees of Regions Bank?
14 A No, sir. It's a professional -- I think
15 it's the Senior PGA Tour that comes into
16 Birmingham.
17 Q And how long has the bank been
18 sponsoring that event?
19 A Two or three years.
20 Q And so were there prior Regions Charity
21 Classics --
22 A No, sir.
23 Q -- before the sponsorship of this event?

Page 100

1 A No, sir.
2 Q Senior PGA Tour?
3 A Yes, sir.
4 Q Where is it located?
5 A At Ross Bridge Resort and Golf in
6 Birmingham.
7 Q What other types of events does the bank
8 sponsor?
9 A Locally?
10 Q Start locally.
11 A We sponsor some community-wide events
12 such as the Montgomery Ballet's season opening
13 event in July of each year.
14 Q Okay.
15 A We sponsor the opening event of the
16 Montgomery Symphony each year in September, August
17 or September. September, I guess.
18 Q And when you say "sponsor," you are a
19 contributor --
20 A We are the signature sponsor. It's a
21 signature event.
22 Q Okay. Aside from the ballet and the
23 symphony, which others?

Page 101

1 A The opening of the Arts, Fall Arts
2 exhibits each fall in September, is the Regions
3 Art Show.
4 Q Any others?
5 A We participate in a number of charitable
6 and community events that Regions is a major
7 sponsor of, such as the Heart Walk, the Arthritis
8 Walk, the Breast Cancer Awareness Walk, the United
9 Way campaign in a big way, sponsor at luncheons
10 and that sort of thing for United Way.
11 There are very few community-wide events that
12 Regions is not a part of.
13 Q Okay. Outside of the community events,
14 what more state-wide events are you sponsoring?
15 A We are involved in the -- we're the --
16 Regions Bank is the official bank of the
17 Southeastern Conference. And I think it's the
18 Gulf South Conference. We have two major
19 conference sponsorships.
20 Q Gulf South Conference?
21 A I think that's correct, yes.
22 Q With respect to your sponsorship of the
23 Southeastern Conference, what does that entail?

26 (Pages 98 to 101)

Russell Dunman

James Shlesinger

Page 102

1 A Major advertising campaigns, sponsorship
2 of post-game shows on radio and participation in
3 Southeastern Conference events that surround those
4 activities. A lot of media coverage with that
5 sponsorship.

6 Q What type of major advertising campaigns
7 are you talking about here with the Southeastern
8 Conference sponsorship?

9 A Radio, television and print media.

10 Q And with respect to the post-game show
11 sponsorship, what does that mean?

12 A On the radio. It's the fifth quarter
13 show, if you will, the after-the-game report on
14 the game.

15 Q How long have you been doing that?

16 A That's been for a number of years.
17 Probably at least ten years we've been doing that
18 sort of activity with or for the Southeastern
19 Conference.

20 Q And how long has the bank been
21 associated with sponsoring the Southeastern
22 Conference, if you know?

23 A I don't know exactly as the official

Page 103

1 sponsor of the SEC. We've been involved with
2 sponsoring events with the SEC on a specific event
3 in a number of years, over ten years.

4 Q When you say "official sponsor of the
5 SEC," what do you mean by that?

6 A It's an endorsement that's paid for
7 through the Southeastern Conference to be named as
8 the official bank of the Southeastern Conference.

9 Q And how long have you been the official
10 bank of the Southeastern Conference, if you know?

11 A Three to five years. I don't know the
12 specific date.

13 Q And then you mentioned the Gulf South
14 Conference?

15 A And it may be the Sun Belt Conference.
16 I'm trying to remember the other conference we're
17 involved with. I think it's probably the Sun Belt
18 Conference.

19 Q Okay. Are you the official sponsor of
20 that conference?

21 A Yes, sir.

22 Q And you mentioned that you get a lot of
23 media coverage as being the official sponsor of

Page 104

1 these conferences. What do you mean by that?

2 A The campaigns that surround the fall of
3 each year or the basketball season of each year,
4 use the football or basketball theme pretty
5 extensively in our advertising using the SEC
6 connection.

7 Q In other words, the television coverage
8 of the games, you're saying, shows the Regions
9 name?

10 A Yes, sir.

11 Q As part of the sponsorship?

12 A Correct.

13 Q In what manner?

14 A As -- in the voice-over or whatever you
15 call the voices discussing Regions Bank and the
16 logo would then be used as the screen at the time
17 the ad is shown.

18 Q Do you have any signs that you display
19 at the various venues in these -- for the
20 Southeastern --

21 A I can't speak to that. I haven't been
22 in the ballpark, if you will, to see that. I
23 don't know whether we use signage there or not.

Page 105

1 Q Okay. And who is the person that's
2 responsible for the advertising and promotion of
3 the bank as it relates to sponsorship?

4 A My contact would be Bill Askew again.

5 Q Are you aware of any brand awareness
6 studies that have been performed concerning the
7 name "Regions?"

8 A Yes, sir.

9 Q And what is your understanding of that?
10 What is your understanding of brand awareness
11 studies that have been performed?

12 A They are produced on a periodic basis at
13 the direction of the corporate area for use in
14 determining how we are perceived in the public,
15 our brand is recognized in the public.

16 Q And do you receive copies of those
17 reports?

18 A Yes, uh-huh.

19 Q And do those reports cover the full
20 sixteen-state region for the bank?

21 A Typically, I would receive an executive
22 summary of the entire company with specific
23 information regarding the area that I'm

27 (Pages 102 to 105)

Russell Dunman

James Shlesinger

Page 110

1 participating on the community level.
 2 Q In your judgement, would someone who is
 3 familiar with all of the services that you provide
 4 be confused with another institution that provides
 5 higher education?

6 MR. PECAU:

7 I object to the form of the
 8 question.

9 THE WITNESS:

10 In my opinion, it could be possible,
 11 yes, sir.

12 BY MR. SHLESINGER:

13 Q And why could that be possible?

14 MR. PECAU:

15 Object, asking for speculation. You
 16 can answer.

17 BY MR. SHLESINGER:

18 Q Go ahead. You can answer.

19 A It's my opinion that Regions and its
 20 predecessors, now Regions, have worked extremely
 21 hard to make their name distinctive, very -- very
 22 prevalent, very positive in the community, all the
 23 communities we are in, without regard to where

Page 111

1 they are.

2 And anyone using that moniker or that name
 3 could be confusing to the customer and could cause
 4 some concern should their mission not be one that
 5 would be something that Regions could embrace. In
 6 other words, I think our logo and our name stands
 7 alone as an institution of integrity, high
 8 community standing.

9 And we don't want to run the risk of having
 10 that name associated with or mis-associated with
 11 anyone or anything that may take away from that.
 12 We've worked awfully hard to make the Regions name
 13 the name everyone remembers for something
 14 positive.

15 Q It's true that your customers have a
 16 relatively high degree of sophistication, correct,
 17 in determining what bank to use or not use?

18 MR. PECAU:

19 Object to the form of the question.

20 THE WITNESS:

21 Answer?

22 MR. PECAU:

23 Go ahead.

Page 112

1 THE WITNESS:

2 We don't restrict our services to
 3 anyone. So levels of sophistication
 4 is not something we typically try
 5 and judge. We want the name to be
 6 positive because we work hard at
 7 community involvement at all levels,
 8 from first-time home buyers to the
 9 less fortunate, if you will, through
 10 charitable events and participation
 11 in United Way and other things such
 12 as that. So I don't know that
 13 customer sophistication has anything
 14 to do with our desire to be
 15 positive. We want everyone to see
 16 us in the same light.

17 BY MR. SHLESINGER:

18 Q Has the bank ever gotten into the
 19 education business that you're aware of?

20 A Through Regions University, our Regions
 21 University, we educate our employees. We do
 22 participate and sponsor community education
 23 processes as they relate to banking or financial

Page 113

1 services such as a first-time home buyers seminar
 2 sponsored by Regions, investment seminars
 3 sponsored by Regions, how to open a checking
 4 account seminars sponsored by Regions.

5 And in our educational connection with the
 6 Montgomery Public Schools or Montgomery schools in
 7 general, as far as that goes, we have a program
 8 through The Alabama Young Bankers division of the
 9 Alabama Bankers Association that goes into schools
 10 and presents economic education programs.

11 We're very much involved in banking and
 12 financial matter education in the community with
 13 Regions as the -- as the lead sponsor.

14 Q And you mentioned you sponsor education
 15 community programs?

16 A Yes, sir.

17 Q What type of programs do you sponsor?

18 A Some examples would be what we call
 19 first-time home buyer programs where someone who
 20 is not familiar with the mortgage process or how
 21 to buy a home, we would offer a seminar to those
 22 individuals, open to the public.

23 We would offer investment seminars to those

29 (Pages 110 to 113)

Russell Dunman

James Shlesinger

Page 114

1 that are interested in, in this case, more
2 sophisticated but how to manage their
3 investments. And we would offer basic education
4 about how to open and manage a checking account.
5 We do that, as well.

6 Q Do you offer these programs at the bank,
7 itself?

8 A They can be offered at the bank, in the
9 lobby of a branch, in the facilities in the main
10 office, or they can be off site at the office or
11 the headquarters of an agency or community agency
12 who asks us to come in and present the program.

13 Q Can you give me examples of the off-site
14 community education?

15 A We have an organization here called OIC,
16 Opportunities Industrialization Council, I think,
17 is the name of it, and we go there. They are a
18 kind of a job training program and we give them
19 periodic, at their request or invitation, seminars
20 to their students on how to manage a checking
21 account, for example.

22 Q You said OIC?

23 A OIC.

Page 115

1 Q Opportunity?

2 A Opportunities Industrialization
3 Council. And I apologize if I don't have that
4 right. We just simply know it as Alabama OIC.

5 Q Okay. And so you have employees go in
6 and train people on these various -- whether it be
7 home buying or investments or checking programs?

8 A Yes, sir.

9 Q Do you provide any education outside of
10 the training in various banking functions?

11 A No, not typically. That's what we focus
12 on, is banking services and related financial
13 services information.

14 Q What would be the atypical, if you do
15 provide it?

16 A I guess an example of an atypical is an
17 invitation to speak to the -- I think the official
18 sponsor was maybe the Black Belt Mayors
19 Conference, and we go and talk about how to bank
20 the un-bankable or how to bank the un-bank, I
21 should say. Not the un-bankable.

22 Which is a general topic of how to maintain
23 your credit rating, how to maintain your checking

Page 116

1 account, how to do the right things, in other
2 words, to receive bank services. Again, it's
3 related to financial services but it has to do
4 with the impact that being associated with a bank
5 as a customer may have on your standing in other
6 areas.

7 Q Do you go to any schools to educate them
8 on any of these services?

9 A Yes, sir, we do.

10 Q Okay. At the university level, do you
11 go to the schools?

12 A We do go to the schools, yes, sir.

13 Q Which schools?

14 A In our area, we would participate with
15 AUM, Auburn University. We have participated with
16 Alabama State University, Huntingdon College,
17 Faulkner University.

18 Q Faulkner, you said?

19 A Yes, sir.

20 Q Faulkner University?

21 A Faulkner University. Any school in this
22 area from the grade school level -- typically,
23 that's not where we begin. But we do participate

Page 117

1 in Partners in Education there which is more
2 supportive.

3 But where we're invited or they have a need
4 for financial services or economic education, if
5 you will, we will go and partner with them and
6 help them by providing speakers to come to their
7 location.

8 Q Okay. Staying with the university
9 level, you say you do send employees to speak or
10 talk at Auburn University, for example.

11 A Yes, sir.

12 Q And what types of topics do you discuss
13 with people at Auburn University?

14 A The classes -- we would invite speakers
15 from some of our business partners, such as the
16 investment area, an investment analyst maybe, to
17 go into a classroom and discuss investment
18 strategies or general investment practices and
19 that sort of thing or from a basic banking point
20 of view, the Federal Reserve system and how it
21 works and how the effect of the economic system is
22 carried out through the Federal Reserve System,
23 how banks react to that.

30 (Pages 114 to 117)

Russell Dunman

James Shlesinger

Page 118

1 Q Are you personally familiar with someone
2 speaking about the Federal Reserve System and how
3 it operates?

4 A Not necessarily at the university
5 level. But at the high school level, yes, sir.

6 Q And so someone would actually attend a
7 class, one of the high schools' classrooms, and
8 speak about that particular topic?

9 A Yes, sir.

10 Q Okay. And at the university level, what
11 about investment strategies? Are you familiar
12 with any of those?

13 A Yes, sir.

14 Q Okay. Can you identify one
15 specifically?

16 A No. I don't have a class name or a
17 course name. It's an offering we have out there
18 that we make available to them and they -- they
19 would have a direct contact with someone, for
20 example, Morgan Keegan, our investment arm, to
21 make that contact to request a speaker to be
22 there.

23 Q You don't operate any courses though on

Page 119

1 investment banking at any of these institutions?

2 A No, sir.

3 Q Are you familiar with some of the
4 regulations involving banking as to what a bank
5 can do and not do? And I'm being very broad
6 here. But I know it's a heavily regulated
7 industry. And maybe I'll just start with a simple
8 B-A-N-K versus B-A-N-C.

9 Do you have any knowledge as to why that is,
10 that someone can use B-A-N-C but not B-A-N-K, or
11 vice versa?

12 MR. PECAU:

13 I object to the form of the
14 question.

15 BY MR. SHLESINGER:

16 Q If you know.

17 A Not a clue, no, sir.

18 MR. HUDSON:

19 Let's take a lunch break.

20 MR. PECAU:

21 It's twelve-fifteen. So if you want
22 to.

23 MR. HUDSON:

Page 120

1 Yes.

2 WHEREUPON, A LUNCH RECESS WAS TAKEN.
3 BY MR. SHLESINGER:

4 Q On the chain of command with Regions
5 Bank, you say you report to Arthur Ducote.

6 A Ducote, correct.

7 Q And what is his title again?

8 A Area Executive.

9 Q And is he in Birmingham?

10 A He's here in Montgomery.

11 Q He's in Montgomery.

12 A Yes, sir.

13 Q And who would he report to, if you know?

14 A He reports to what we call the Regional
15 President. And his name is Sam Torticci,
16 T-O-R-T-I-C-C-I.

17 Q He's the regional executive?

18 A Regional President.

19 Q Is he also in Montgomery?

20 A He's in Birmingham.

21 Q He's in Birmingham.

22 A His region is Alabama. He has the state
23 of Alabama.

Page 121

1 Q I see. And Mr. Torticci, who would he
2 then report to, if you know?

3 A I'm not sure what the chain of command
4 is. With the new organization, at this point,
5 there's been some change. So I'm not sure I know
6 exactly where it goes from there with the new
7 organization.

8 Q And we were discussing the education of
9 students and others at the various levels. We had
10 talked about Auburn University. And then the bank
11 had sent people there to instruct students about
12 investment programs.

13 A That was one of the programs I suggested
14 that was offered if they wanted to take advantage
15 of it.

16 Q What other programs have been offered at
17 Auburn University?

18 A I could answer that better by saying
19 that Regions would offer its services or support
20 or a program they wanted to present there, as long
21 as the topic typically is about banking or
22 financial services of some sort.

23 Q But you're personally aware that they

31 (Pages 118 to 121)

Russell Dunman

James Shlesinger

Page 126

1 But it was also chosen because it was a very
2 distinctive name, extremely distinctive in that
3 there was no other indication that we were
4 anything other than what we purported to be, and
5 that was a bank. And we wanted it that way.

6 We chose the name "Regions" to be
7 distinctive, knowing that both concepts could
8 expand, no matter how far we took the company.

9 Q So it's fair to say that the adoption of
10 the name was coincident with the dictionary
11 definition of the term "regions," that you had a
12 region in Alabama, you had a region in Mississippi
13 and it was this combination of these regions to
14 form Regions. Is that correct?

15 MR. PECAU:

16 Objection to the form of the
17 question.

18 THE WITNESS:

19 That would be a part of it, yes.

20 BY MR. SHLESINGER:

21 Q What other part of it would there be?

22 A The distinct name, very distinct name.

23 Q When you say a "distinct name," a

Page 127

1 distinct name in the sense that the logo, whether
2 in the first name with the stylized G, created the
3 distinctiveness of the name. Correct?

4 MR. PECAU:

5 Object to the form.

6 THE WITNESS:

7 Again, I think two pieces to that.
8 That was the distinctive part of the
9 logo but the name, in and of itself,
10 was distinct. There was nothing
11 like it that I recall seeing at the
12 time we investigated the name.

13 BY MR. SHLESINGER:

14 Q So your understanding of "distinct" was
15 because there was no other business or concern or
16 whatever that was using that name? Is that
17 correct?

18 A That's correct.

19 Q And then that's why you believe it is
20 distinctive?

21 A The name creates -- we wanted our
22 reputation to be distinct in the sense of quality
23 of service and all the things we strive to be at

Page 128

1 Regions. So we chose a name that was one of a
2 kind in our mind in order to make sure that we
3 were distinct in both name and service and quality
4 and the things that go with it.

5 Q Except for the services that Regions
6 University provides, and I'm saying Regions Bank's
7 university, what similarities are in the services
8 that the bank provides and the services of a
9 higher education institution?

10 MR. PECAU:

11 I object to the form. Go ahead and
12 answer.

13 THE WITNESS:

14 If I may, to be sure I answer the
15 question you're asking, what's the
16 difference between what services we
17 offer and what the services of what
18 a higher education institution
19 offer?

20 BY MR. SHLESINGER:

21 Q Actually, the similarities. What are
22 the similarities between the two?

23 A I would think that any similarity would

Page 129

1 equate itself to the reputation it has, the
2 quality of the product, if you will, it delivers,
3 and the reputation it maintains in the community.

4 Q I'll rephrase it. And we're not talking
5 about Regions University.

6 A I understand. Right.

7 Q Are there specific similarities that you
8 can pinpoint between the products and services
9 that the bank provides and the products and
10 services that are provided by a higher educational
11 institution?

12 MR. PECAU:

13 Object to the form of the question.
14 Go ahead and answer.

15 THE WITNESS:

16 I don't see a similarity because we
17 are in the financial services
18 business. They are in the
19 educational business. The joint
20 between the two is the support that
21 Regions provides to the educational
22 system through the issues we've
23 discussed already, the programs and

33 (Pages 126 to 129)

Russell Dunman

James Shlesinger

Page 130

1 the financial support and that sort
2 of thing.

3 BY MR. SHLESINGER:

4 Q So the link or the similarity between
5 the two, you're saying, are these various programs
6 that you provide, these educational programs that
7 we've discussed, the ones that, for example, you
8 provide the universities and you provide to the
9 high schools?

10 A That would be one of the links, that's
11 correct, and our desire to be a complete community
12 partner and support them in any way we can.

13 Q And the other links are?

14 A The community partnerships that we
15 have. Regions supports education at all levels
16 and endeavors to lend itself to that support in
17 any way that it can.

18 Q What other community partnerships are
19 there besides the partnerships with these schools?

20 A I suspect Regions is involved in our
21 community -- I'll speak to our community -- in
22 virtually every major community effort there is
23 from education, to community development, to

Page 131

1 industrial recruiting, to business development, to
2 -- anything that's good for the community or that
3 the community sees as a benefit to help the
4 community improve, Regions wants to be and will be
5 involved in that, from involvement in charitable
6 situations, through chambers of commerce, through
7 boards of directors of community activity
8 associations.

9 All the things that go on in the community,
10 we want to be very, very attuned to and want
11 Regions' name associated with if they are positive
12 for the community.

13 Q Do you want Regions' name to be
14 associated with churches?

15 A We -- we work with churches, certainly,
16 all the time, in terms of providing them with
17 services for loans and deposit accounts. We offer
18 them the same privilege, if you will, for banking
19 that we offer to all of our customers.

20 Q Have you formed partnerships with any
21 churches?

22 A Not in partnership form, no more than we
23 would with anyone else. We encourage our

Page 132

1 associates to be involved with civic and church
2 organizations where they feel comfortable and
3 where that's their calling, yes.

4 Q Are there any other products or services
5 that are similar between a post secondary
6 institution and a bank that you're aware of?

7 MR. PECAU:

8 Again, I object to the form of the
9 question. But go ahead and answer.

10 THE WITNESS:

11 In trying to be sure I cover what I
12 feel, we would encourage our
13 associates to further their
14 education. I'm not sure this is
15 where you're going at all. We want
16 our associates to further their
17 education. We provide tuition
18 assistance programs to our
19 associates so they can further their
20 education. We encourage, if the
21 associate is so inclined, and is
22 asked to be -- I don't know what the
23 term is -- adjunct professor, if you

Page 133

1 will, if they want to go teach a
2 class in their area of expertise.
3 Not necessarily in banking but any
4 area that they're qualified. So we
5 allow our associates to be attuned
6 to that. I have an associate in my
7 office that works directly for me
8 that we have allowed and is now an
9 elected member of the Montgomery
10 County Board of Education. And we
11 support her efforts when she needs
12 time off or whatever we need in
13 terms of her serving that
14 constituency. We don't dictate to
15 her what she does. But we allow her
16 and support that activity. So I
17 think the relationship in that sense
18 in what we offer is the freedom of
19 our employees and the freedom of our
20 service too to be offered to the
21 community, and certainly offered to
22 the churches, as well as schools.

23 BY MR. SHLESINGER:

34 (Pages 130 to 133)

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

CIVIL ACTION NO.
2:06CV882-MHT

REGIONS UNIVERSITY, INC.,

Defendant.

* * * * *

TELEPHONIC DEPOSITION OF PATSY FULGHUM,
taken pursuant to stipulation and agreement before
Lisa J. Green, Registered Professional Reporter and
Commissioner for the State of Alabama at Large, in
the Law Offices of Balch & Bingham, Suite 200, 105
Tallapoosa Street, Montgomery, Alabama on
Wednesday, August 15, 2007, commencing at
approximately 3:00 p.m.

* * * * *

Deposition of Patsy Fulghum

August 15, 2007

Page 2

APPEARANCES

FOR THE PLAINTIFF:

Mr. Charles B. Paterson
BALCH & BINGHAM
Attorneys at Law
Suite 200
105 Tallapoosa Street
Montgomery, Alabama 36104

FOR THE DEFENDANT:

Mr. Victor T. Hudson (via telephone)
HUDSON & WATTS
Attorneys at Law
Suite 2500
One St. Louis Centre
Mobile, AL 36602

EXAMINATION INDEX

PATSY FULGHUM

BY MR. PATERSON 4

(No exhibits were marked to this deposition.)

Page 3

STIPULATION

It is hereby stipulated and agreed by and between counsel representing the parties that the deposition of PATSY FULGHUM is taken pursuant to the Federal Rules of Civil Procedure and that said deposition may be taken before Lisa J. Green, Registered Professional Reporter and Commissioner for the State of Alabama at Large, without the formality of a commission, that objections to questions other than objections as to the form of the question need not be made at this time but may be reserved for a ruling at such time as the said deposition may be offered in evidence or used for any other purpose by either party provided for by the Statute.

It is further stipulated and agreed by and between counsel representing the parties in this case that the filing of said deposition is hereby waived and may be introduced at the trial of this case or used in any other manner by either party hereto provided for by the Statute regardless of the waiving of the filing of the same.

It is further stipulated and agreed by and

Page 4

between the parties hereto and the witness that the signature of the witness to this deposition is hereby not waived.

PATSY FULGHUM

The witness, after having first been duly sworn to speak the truth, the whole truth and nothing but the truth testified as follows:

EXAMINATION

BY MR. PATERSON:

Q. Ms. Fulghum, as I indicated to you, my name is Charlie Paterson. I'm a lawyer for Regions Bank, and I've got a series of questions for you. And I'll try to move through this rapidly because we're taking a telephone deposition and taking up everybody's -- your time and everybody else's.

A. Okay.

Q. If you have any questions or you -- if I'm unclear or you don't understand a question,

Page 5

please tell me and I'll rephrase it. Okay?

A. All right.

Q. I need you to state your whole name for the record and then your residence address, please.

A. Patsy Mott Fulghum. And my address is 62 Wateree Key Drive, Greensboro, South Carolina 29180.

Q. Okay. Where are you located now?

A. I'm at home.

Q. You're at home?

A. Yes.

Q. Okay. By whom are you employed?

A. Regions University.

Q. What are your duties with Regions University?

A. I'm the director of student services.

Q. Okay. And give me -- tell me what the director of student services does.

A. I basically handle student problems. I work with the appeals committee and the ADA as ADA coordinator and handle problems that may occur for students at the university.

Deposition of Patsy Fulghum

August 15, 2007

Page 14

1 A. Yes.
 2 Q. Now, you're there in your home in North
 3 Carolina, correct?
 4 A. South Carolina.
 5 Q. South Carolina. I'm sorry.
 6 Is anybody there with you in the room?
 7 A. No.
 8 Q. Do you have any books or reports or records
 9 or any kind of documents of any type that
 10 you have there with you?
 11 A. I don't understand what you're asking.
 12 MR. HUDSON: Is there any
 13 relevance to this?
 14 MR. PATERSON: Yeah. Yeah. Yeah.
 15 Q. I'm trying to find out if you've got any
 16 list or documents or anything in -- any
 17 written materials or anything on your
 18 computer screen that you are referring to
 19 when you're answering these questions.
 20 A. No.
 21 Q. You just have your normal records that
 22 you --
 23 A. Yes.

Page 15

1 Q. -- that are normally in your office?
 2 A. Just my normal records.
 3 Q. Have you talked to anyone before about this
 4 lawsuit that's going on here entitled
 5 Regions Financial versus Regions
 6 University?
 7 MR. HUDSON: Excuse me. Before
 8 you answer -- you can answer
 9 as to whether or not you've
 10 talked to me or another
 11 lawyer, but, please, don't
 12 disclose the content of any
 13 conversation with me or
 14 another lawyer.
 15 A. I've talked with the lawyer and --
 16 Q. You talked with Mr. Hudson?
 17 A. Yes.
 18 Q. Okay. Who else have you talked with about
 19 the case?
 20 A. Just general talk with the college, and
 21 that's it.
 22 Q. Have you talked to Dr. Turner about it?
 23 A. Yes, I have.

Page 16

1 MR. HUDSON: And let me say that
 2 any conversation that she had
 3 with Dr. Turner or anybody
 4 else that I was not a
 5 participant in, you may fully
 6 answer with regard to that.
 7 But if it was a conversation
 8 that we participated in,
 9 please don't answer about
 10 that.
 11 Q. How many times have you talked to
 12 Dr. Turner about this lawsuit?
 13 A. I would say probably three times.
 14 Q. On each of those occasions, were any of the
 15 lawyers present?
 16 A. Yes.
 17 Q. On one of them or two of them or three of
 18 them?
 19 A. On one occasion.
 20 Q. On the occasions that -- where a lawyer was
 21 not present, were those occasions on the
 22 telephone when you talked to Dr. Turner?
 23 A. Yes.

Page 17

1 Q. And what did he tell you about the case?
 2 A. He just gave me -- informed me that there
 3 was a case and -- with no details. That
 4 was it. He just told me that there was a
 5 case against the school based on the name.
 6 Q. Can you remember anything else he told you?
 7 A. That's all I can remember.
 8 Q. What did he ask you to do regarding the
 9 case?
 10 A. He really didn't ask me to do anything.
 11 Q. Did someone ask you to give a deposition in
 12 the case?
 13 A. I was told that there would be a deposition
 14 when the lawyer -- when I talked with the
 15 lawyer, and that was all.
 16 Q. Okay. Other than Dr. Turner, have you
 17 talked to anybody else at the school about
 18 the case?
 19 A. No, not really, nothing in-depth. We were
 20 informed there was a case, and that's all
 21 we know.
 22 Q. Have you ever been informed or given any
 23 information to give prospective students or

Page 18

1 prospective callers that call in wanting to
 2 know about the case?
 3 A. Not that I recall.
 4 Q. Have you ever had anybody call you and ask
 5 you about the lawsuit that's going on?
 6 A. No, I haven't.
 7 Q. Have you ever had anybody call you and ask
 8 you if Regions University was in any way
 9 connected with or affiliated with Regions
 10 Bank?
 11 A. Yes, I have been called.
 12 Q. Tell me about that.
 13 A. The person that called in asked me if we
 14 were affiliated with Regions Bank, and I
 15 said, no, that we were Regions University.
 16 Q. How did you know that Regions Bank wasn't
 17 affiliated with Regions University?
 18 A. Because I work with the university, and I
 19 know we have no ties with Regions Bank.
 20 Q. You just know -- that's your own personal
 21 knowledge?
 22 A. Yes.
 23 Q. Okay. When you lived in Alabama, did you

Page 19

1 bank at Regions Bank?
 2 A. No.
 3 Q. And is it fair to say you were aware that
 4 Regions Bank was a major bank in Alabama?
 5 A. I'm familiar with Regions Bank, yes.
 6 Q. When was that call when somebody called in
 7 and asked that question of you?
 8 A. I can't recall. It's been so long ago that
 9 I just -- I can't recall exactly when it
 10 was.
 11 Q. Do you think it was this calendar year in
 12 '07?
 13 A. I'm just not sure.
 14 Q. So you don't know whether it was '06 or
 15 '07?
 16 A. I don't.
 17 Q. Is that the only call you've ever gotten
 18 with an inquiry of that nature?
 19 A. Yes.
 20 Q. Are you aware of any of your colleagues
 21 that work for the school that have received
 22 questions of that nature over the
 23 telephone?

Page 20

1 A. One other.
 2 Q. What's that person's name?
 3 A. Carolyn --
 4 Q. Hughes?
 5 A. Hughes, yes.
 6 Q. What did Ms. Hughes tell you about her
 7 call?
 8 A. I can't remember. It's been so long ago, I
 9 really can't remember exactly what her call
 10 was like. We briefly talked, and that was
 11 it. And I can't even recall the
 12 conversation it's been so long ago.
 13 Q. Where does Ms. Hughes live? Do you know?
 14 A. She lives in Arkansas.
 15 Q. Do you know how Ms. Hughes came to work for
 16 Regions University?
 17 A. No, I don't.
 18 Q. How long have you known Ms. Hughes?
 19 A. Since I've been employed with the
 20 university.
 21 Q. Now, I think I've gone through some
 22 questions about anyone you've talked to
 23 about the case. Can you remember anyone

Page 21

1 else you've talked to about this case?
 2 A. Not that I can remember.
 3 Q. Have you talked to anybody else about
 4 Regions University and Regions Bank?
 5 A. No, I haven't.
 6 Q. Has anybody ever sent you any e-mails
 7 making inquiry about Regions University and
 8 Regions Bank and any possible connection?
 9 A. No.
 10 Q. Have you ever visited the Regions Bank Web
 11 site?
 12 A. No.
 13 Q. Have you ever visited Regions University's
 14 Web site?
 15 A. Regions University, yes.
 16 Q. Do you make -- do you routinely make use of
 17 your company's -- I mean school's Web site?
 18 A. Yes. I'm on our Web site daily.
 19 Q. What do you do on the Web site? How do you
 20 use it?
 21 A. If a student calls in for information, we
 22 have a request for information on our Web
 23 site that we -- if they have not filled it

August 15, 2007

Page 1

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

CIVIL ACTION NO.
2:06CV882-MHT

REGIONS UNIVERSITY, INC.,

Defendant.

* * * * *

TELEPHONIC DEPOSITION OF CAROLYN HUGHES,
taken pursuant to stipulation and agreement before
Lisa J. Green, Registered Professional Reporter and
Commissioner for the State of Alabama at Large, in
the Law Offices of Balch & Bingham, Suite 200, 105
Tallapoosa Street, Montgomery, Alabama on
Wednesday, August 15, 2007, commencing at
approximately 3:42 p.m.

* * * * *

Page 2

APPEARANCES

FOR THE PLAINTIFF:

Mr. Charles B. Paterson
BALCH & BINGHAM
Attorneys at Law
Suite 200
105 Tallapoosa Street
Montgomery, Alabama 36104

FOR THE DEFENDANT:

Mr. Victor T. Hudson (via telephone)
HUDSON & WATTS
Attorneys at Law
Suite 2500
One St. Louis Centre
Mobile, AL 36602

EXAMINATION INDEX

CAROLYN HUGHES
BY MR. PATERSON 4

(No exhibits were marked to this deposition.)

Page 3

STIPULATION

It is hereby stipulated and agreed by and between counsel representing the parties that the deposition of CAROLYN HUGHES is taken pursuant to the Federal Rules of Civil Procedure and that said deposition may be taken before Lisa J. Green, Registered Professional Reporter and Commissioner for the State of Alabama at Large, without the formality of a commission, that objections to questions other than objections as to the form of the question need not be made at this time but may be reserved for a ruling at such time as the said deposition may be offered in evidence or used for any other purpose by either party provided for by the Statute.

It is further stipulated and agreed by and between counsel representing the parties in this case that the filing of said deposition is hereby waived and may be introduced at the trial of this case or used in any other manner by either party hereto provided for by the Statute regardless of the waiving of the filing of the same.

It is further stipulated and agreed by and

Page 4

between the parties hereto and the witness that the signature of the witness to this deposition is hereby not waived.

CAROLYN HUGHES

The witness, after having first been duly affirmed to speak the truth, the whole truth and nothing but the truth testified as follows:

EXAMINATION

BY MR. PATERSON:

Q. Ms. Hughes, would you state your whole name and your residence address, please, ma'am.

A. Carolyn Delight Hughes, 72 Military Road, Marion, Arkansas. Zip Code is 72364.

Q. And where are you now, please, ma'am?

A. I am at my residence at the section in the house where I have the computer set up.

Q. And have you got an in-house office there?

A. Yes.

Q. Are you employed by Regions University?

A. Yes, sir.

Page 5

Q. How long have you been employed at Regions?

A. Since, I would say, November of 2005.

Q. What is the mailing address where you receive any kind of mail for your Regions University job?

A. Well, if the school mails me anything, they mail it to probably Post Office Box 209, Marion, Arkansas.

Q. Is that where you get your paycheck?

A. I believe so, yes.

Q. And how often are you paid?

A. Once a month, I believe. I really don't handle that. My husband handles all that, and he picks up the mail. And I believe it's once a month.

Q. Are you on salary or are you on -- do you work by the hour?

A. I work by the hour.

Q. And tell me what your compensation arrangement is. Do you get overtime or do you -- how many hours a week do you work?

Let me back up and start over. How many hours a week do you work?

Deposition of Carolyn Hughes

August 15, 2007

Page 18

Page 20

Q. This question -- I want to be clear with you. I know you may have talked to Mr. Hudson or any other lawyer for Regions University --

Have you talked with any of the lawyers?

A. No, sir.

Q. Who have you talked with about this case that you're testifying in today?

A. Dr. Rex and Mr. Hudson.

Q. You have talked to Mr. Hudson?

A. Yes, sir.

Q. Okay. Have you ever talked to Dr. Rex in person about this case?

A. Well, I talked with him about the phone call I received before I knew anything about the case.

MR. HUDSON: Ms. Hughes, just so we won't make a mistake -- everybody is trying to be careful. But any conversation that you had with me is privileged, and Mr. Paterson

Q. Let me ask it this way. I believe you testified or told me that you had a conversation with Dr. Rex about a call you received, right?

A. Yes, sir.

Q. Tell me about that conversation. Tell me what you told Dr. Rex.

A. Okay. I don't remember exactly the reason for -- or the initial reason for his phone call, but I know in the -- in the conversation that we had, I did bring up a call that I had gotten the previous week which was --

Well, I mentioned that phone call, and then he -- we discussed that a little bit, but I don't believe that was the purpose of the phone call. I can't say what the purpose of the phone call may have been because it was quite some time ago.

Q. When was it? Was it this calendar year, '07?

A. I really do not remember.

Q. All right.

Page 19

Page 21

is not asking you about that.

Any conversation that you had with me in which other people from Regions University also participated is also privileged, and he's not asking you about that.

Now, he's entitled to know if you had such a conversation, but he's not going to ask you to tell him what was said in that conversation.

Now, subject to that, please answer his questions as best you can.

THE WITNESS: Okay. Thank you.

Q. In your conversation with Dr. Rex about the lawsuit or about anything to do with the lawsuit, was Tom Hudson on the phone with you?

A. Well, no, sir. The -- Could you ask the question again?

A. It was after the name changed, but it could have been, you know, before the beginning of this year or it could have been after. It's been so long ago, I really don't remember.

Q. That's fine. So sometime after the name changed, you got a call from a prospective student; is that correct?

A. Yes. I will say that it was maybe two or three months after the name change.

Q. And, what? Did that prospective student just call in on your number, correct?

A. He called in on the queue which came to my extension.

Q. Okay. And do you remember about what time of day that was?

A. It would have been, I'm sure, after five o'clock.

Q. And what did the person ask you?

A. Well, they were asking questions about -- it was a typical prospective student calling in, asking questions about degree programs. And we had probably talked about

Hope Mehlman

Tom Hudson

Page 1

IN THE UNITED STATES DISTRICT COURT
FOR THE
MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,	*	
	*	
Plaintiff,	*	
	*	
Vs.	*	CIVIL ACTION NUMBER
	*	
REGIONS UNIVERSITY, INC.,	*	2:06cv882-MHT
	*	
Defendant.	*	

* * * * *

Rule 30(b)(6) deposition of Regions Asset
Company, taken through the witness, HOPE D.
MEHLMAN, before David Michael Camp, Commissioner,
in the law offices of Balch & Bingham, LLP, 105
Tallapoosa Street, Suite 200, Montgomery, Alabama,
on June 28th, 2007, commencing at approximately
9:10 o'clock a.m.

Hope Mehlman

Tom Hudson

Page 2

APPEARANCES

For Plaintiff:

STEPTOE & JOHNSON, LLP
Attorneys at Law
1330 Connecticut Avenue
Washington, D.C. 20036
(202) 429-3000
BY: WILLIAM G. PECAU

For Defendant:

HUDSON & WATTS, L.L.P.
Attorneys at Law
One St. Louis Centre, Suite 2500
Post Office Box 989
Mobile, Alabama 36601
(251) 432-7200
BY: VICTOR T. HUDSON
-AND-
SHLESINGER, ARKWRIGHT & GARVEY, LLP
Attorneys at Law
1420 King Street, Suite 600
Alexandria, Virginia 22314
(703)684-5600
BY: JAMES E. SHLESINGER

Also present: REX A. TURNER, JR.

Page 3

INDEX

Witness
HOPE D. MEHLMAN

EXAMINATION

MR. HUDSON 7
MARKED QUESTION Page 79, Line 8
MR. PECAU 195
MR. HUDSON 196

EXHIBITS

DEFENDANT'S EXHIBIT ONE-O-EIGHT 58
DEFENDANT'S EXHIBIT ONE-O-NINE 136
DEFENDANT'S EXHIBIT ONE-TEN 139
DEFENDANT'S EXHIBIT ONE-ELEVEN 143

Page 4

STIPULATION

It is stipulated by and between the parties hereto and their respective attorneys at law that the deposition on oral examination of the Witness, HOPE D. MEHLMAN, may be taken before David Michael Camp, Commissioner and Notary Public, State of Alabama at Large, and that the said deposition shall be taken in accordance with and, when so taken, may be used in accordance with the provisions of the Federal Rules of Civil Procedure.

It is further stipulated and agreed that all notices provided for by said Federal Rules of Civil Procedure are waived, as is the reading over of said deposition to or by the witness, the signing thereof by the witness, the signing and certification of said David Michael Camp, the filing of said deposition with the Clerk of the Court and all other requirements and technicalities of every sort which would be a prerequisite to the use of said deposition.

It is the intent of the parties hereto that this deposition may be used in evidence as though

Page 5

all requirements of said Federal Rules of Civil Procedure had been complied with.

It is further stipulated and agreed that all parties hereto reserve the right to have corrections made to this deposition as provided for by said Federal Rules of Civil Procedure.

It is further stipulated and agreed that all objections, save as to the form of the questions asked and the responsiveness of the answers thereto are reserved until the time of trial in accordance with the provisions of said Federal Rules of Civil Procedure.

2 (Pages 2 to 5)

Hope Mehlman

Tom Hudson

Page 194

Page 196

1 used by others that have the word "Regions" or
2 "Region" in them and are in use to the knowledge
3 of Regions entities that you represent, have not
4 been objected to by the Regions entities?

5 A I don't know.

6 Q Do you know of any?

7 A Not that I'm aware of.

8 Q Were you aware that there's a Regions
9 Hospital that has a registered service mark?

10 A No.

11 Q Have you ever undertaken to learn
12 whether there are other entities with registered
13 service marks that have Regions in their name?

14 A Yes, I think so. Through the reports
15 and through the watch reports.

16 Q So, for instance, Regions Hospital is
17 identified there. That would have been something
18 that may have come to your attention. You just
19 don't recall as you sit here today?

20 A I don't recall. It may or may not have.

21 MR. HUDSON:

22 Thanks.

23 MR. PECAU:

1 Q What did you mean by "monitored" in that
2 context?

3 A What I meant -- it was sort of a passive
4 monitoring. You look at watch reports, you look
5 to see if there's advertising, if somebody sent us
6 an email, made us aware that there was -- you
7 know, they were doing something that was different
8 from what they should have been doing or what we
9 agreed with them to do, that type of stuff.

10 Q In addition to Regions University,
11 Regional Acceptance and regions.info, are you
12 aware of any other outstanding matters that were
13 the subject of objection based on the Regions
14 mark?

15 A No.

16 MR. PECAU:

17 No more questions.

18 EXAMINATION

19 BY MR. HUDSON:

20 Q When you were asked whether you were
21 aware of things by your counsel, in order to be
22 able to answer that question, did you make a full
23 searching inquiry of everyone at any of the

Page 195

Page 197

1 I have some questions.

2 EXAMINATION

3 BY MR. PECAU:

4 Q You said that if the watch reports bore
5 you name that you had looked at them.

6 A Right.

7 Q Some of the reports in Exhibit One-O-
8 eight appear to have been addressed to Steptoe &
9 Johnson. Did you review those reports?

10 A No.

11 Q Do you know who did review those
12 reports?

13 A Steptoe & Johnson.

14 Q Did you discuss any of the results of
15 those reports with anybody?

16 A Yes.

17 Q And were those with lawyers from Steptoe
18 & Johnson?

19 A Yes.

20 Q You had mentioned that you had monitored
21 the terms Regions Realty, Regions Home, Regions
22 Propane and Region 2020.

23 A Uh-huh.

1 Regions entities that might have knowledge of
2 those matters, or are you speaking just from your
3 own recollection?

4 A From my own recollection.

5 Q With respect to the watch reports that
6 were addressed to Steptoe & Johnson, did Steptoe &
7 Johnson communicate to you the content of those
8 watch reports?

9 A If they had a concern, they would
10 communicate the content of the report.

11 Q And did you make any record of those
12 communications?

13 A No. They were telephone conversations.

14 Q Who established the criteria for
15 concern; Steptoe & Johnson, or you, or someone
16 else?

17 A I think we came up with -- you know, we
18 talked about it when -- when they were hired.

19 Q What is the criteria for concern?

20 A I can't --

21 MR. PECAU:

22 We can't discuss that. I object on
23 the basis of attorney-client

50 (Pages 194 to 197)

Scott Peters

Tom Hudson

Page 1

IN THE UNITED STATES DISTRICT COURT
 FOR THE
 MIDDLE DISTRICT OF ALABAMA
 NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

REGIONS UNIVERSITY, INC.,

Defendant.

*
*
*
*
*
*
*
*
*

CIVIL ACTION NUMBER

2:06cv882-MHT

* * * * *

Rule 30(b)(6) deposition of Regions Asset
 Company, taken through the witness, SCOTT M.
 PETERS, before David Michael Camp, Commissioner,
 in the law offices of Balch & Bingham, LLP, 105
 Tallapoosa Street, Suite 200, Montgomery, Alabama,
 on June 27th, 2007, commencing at approximately
 9:07 o'clock a.m.

Scott Peters

Tom Hudson

Page 2

A P P E A R A N C E S

For Plaintiff:

STEPTOE & JOHNSON, LLP
Attorneys at Law
1330 Connecticut Avenue
Washington, D.C. 20036
(202) 429-3000
BY: WILLIAM G. PECAU

For Defendant:

HUDSON & WATTS, L.L.P.
Attorneys at Law
One St. Louis Centre, Suite 2500
Post Office Box 989
Mobile, Alabama 36601
(251) 432-7200
BY: VICTOR T. HUDSON

-AND-

SHLESINGER, ARKWRIGHT & GARVEY, LLP
Attorneys at Law
1420 King Street, Suite 600
Alexandria, Virginia 22314
(703) 684-5600
BY: JAMES E. SHLESINGER

Also present: REX A. TURNER, JR.

* * * * *

1 A Okay. A broad base of services across
2 financial services from mass market consumer
3 financial services to include banking products.

4 Q Mass market?

5 A Financial services to include banking
6 products, investment products, and all the
7 services associated to those. Also, business
8 services for small business, up through large
9 corporate commercial relationships.

10 A broad array of investment services to both
11 consumers, as well as institutions, to include
12 passive managed products like mutual funds, to
13 also providing investment products from other
14 companies, all the way up to investment banking
15 and companies that take their company public or
16 sell a company.

17 Capital markets, which include bond
18 offerings, business with public entities for their
19 financial services, whether it might be bond
20 offerings, to their checking account. Non-profits
21 are our customers, as well. Insurance services.
22 All kinds of payment services.

23 Q All kinds of what?

1 Q As the Chief Marketing Officer, what
2 commercial benefit does the bank get from
3 interacting with the community?

4 A We get a lot of benefits from that. We
5 get benefits from the standpoint of the community
6 recognizing that we are more than just a bank,
7 that we interact with their lives and try to make
8 their lives a little bit better. That's positive
9 for our image and our brand.

10 Q And how do you benefit from that?

11 A We benefit from it pretty much that
12 people tend to prefer to do business and be more
13 loyal to organizations that they like and that
14 they think are doing other positive things for
15 them in their community that they care about.

16 Q And is it beneficial to do that sort of
17 thing in order to support the commercial aspects
18 of the business?

19 A We think -- it's a couple of things.
20 One, we think it's our responsibility. That's our
21 point of view. But we also believe that it has
22 positive benefits for retaining customers over
23 long periods of time.

1 And we also believe there's an employee or
2 associate benefit and that our associates really
3 personally want to give back to their
4 communities. And by facilitating that, we keep
5 happier, good employees.

6 Q I've heard it said that the first thing
7 an entrepreneur needs to learn is to keep his
8 employees happy. Do you agree with that?

9 A I would agree.

10 Q Advertising, is that also under your
11 purview?

12 A It is.

13 Q And was it under your predecessor's
14 purview?

15 A It was.

16 Q If I've asked you this, I apologize.
17 I've taken us on a side track. But what is brand
18 management?

19 A You did ask it but I'll answer it again.

20 Q If you would re-focus me, I'd appreciate
21 it.

22 A Okay. It's really everything that we do
23 to manage our image positively in the marketplace.

Scott Peters

Tom Hudson

Page 86

1 like tonality and things like that
2 that you saw in the other one
3 probably in pages three and four. I
4 don't know.

5 BY MR. HUDSON:

6 Q Things like tonality?

7 A Yes. I think --

8 Q What is tonality?

9 A Sort of like the tone of your voice.
10 You might be angry or happy or sad or whatever it
11 might be. It's sort of the tone of the way you're
12 communicating. Personality & Tonality, the one
13 you showed me. Do you see that category?

14 Q Uh-huh.

15 A It appears that these documents were
16 speculating but prepared working with the same
17 agency using a standardized format for input.

18 Q In any event, those documents would, and
19 did in each instance, identify the target
20 audience?

21 A Yes. They do all appear to do that.

22 Yes.

23 Q Are there any Regions Bank briefs or

1 other documents of which you are aware that
2 identify target audiences for advertising
3 different than those in Ninety-one through One
4 Hundred One?

5 A Not that I'm aware of.

6 Q Okay. I'll show you what has been
7 marked as Exhibit One-0-two and I'll represent to
8 you that that was was produced to me as an extract
9 from the Regions web page. Have you seen that
10 before?

11 A Yes.

12 Q It purports to be frequently asked
13 questions about loans and student loans, student
14 loans in particular. The first question says,
15 "How do I start the student loan application
16 process?" And it says, "First contact the
17 Financial Aid Office at the school you will
18 attend". Do you see that?

19 A Uh-huh. I do.

20 Q Is that, in fact, the first step that
21 any such person who wants a student loan should
22 take?

23 A I would assume, yes. I don't run the

1 focused, if I get this wrong, just make it right.

2 What are the different types of advertising
3 that are utilized by the bank now and is there any
4 difference between what is used now and what was
5 used prior to the merger?

6 A We use print, internet, television,
7 radio, outdoor, merchandising, which we mentioned
8 before. All of our signage is really a kind of a
9 form of advertising. We will use some cinema.

10 And I would say that that primarily covers
11 most of the -- and as it applies to -- as it's
12 been used in the past, I would say yes to all of
13 those to my knowledge.

14 Q I gather the difference between outdoor
15 and signage is whether it's signage owned by you
16 or leased from others?

17 A Yes, that's correct.

18 Q But outdoor would be signage?

19 A Yes. A typical example would be a
20 billboard or you might see -- like you see at bus
21 stops sometimes.

22 Q Okay. And merchandising would be what?

23 A Merchandising again would be in-branch

1 stuff. So posters primarily was what I was
2 referencing.

3 Q Is there any other form of merchandising
4 other than posters?

5 A Yes. Sometimes there could be display
6 units in branches.

7 Q And what does a display unit look like?

8 A For instance, we're about to give away
9 some bikes associated with the brand launch. And
10 there will be a large cardboard cut-out of a
11 bike. And you might view that as a poster. But
12 it's a large display.

13 Q And that large cut-out would have your
14 logo or something on it somewhere?

15 A Uh-huh.

16 Q And the internet, what has the internet
17 advertising been?

18 A Well, it's been a combination of what is
19 on our own site and various promotions we may be
20 running or products we may be wanting to feature
21 on that, as well as banner advertising on other
22 sites.

23 Q Which websites do you advertise on, or

1 have you advertised on?

2 A Yahoo. The one that has -- I don't want
3 to get this wrong. Some of the home pages -- is
4 it -- the one owned by MSN -- excuse me. MSN.
5 And various other ones. I'd have to check on
6 that. But basically, we work with our media
7 buying firm and they recommend the sites that are
8 going to give us good reach.

9 Q And are these sites that you appear on
10 the home page as opposed to giving some
11 preferential treatment like Google, over on the
12 right side, a pop-up?

13 A I'm sorry. I didn't understand the
14 question.

15 Q If I Google "socks", it will list ten
16 billion different people that sell socks but on
17 the right-hand side, it will pick out some
18 favorite people and put them up there. Is that
19 the sort of advertising you do or is it different
20 than that?

21 A No. Typically, we'll do banners or
22 highlights on sites that might be topical or we
23 think are going to reach a broad base of the

1 population we're trying to attract.

2 Q When I was looking at your documents, I
3 thought I saw some discussion about buying cable
4 TV. And the discussion essentially said that you
5 were doing that rather than buying in the specific
6 states because it was cheaper overall to buy it on
7 cable TV. Do you recall that?

8 A Yes.

9 Q Except for cable TV buys like that, do
10 you advertise outside of the bank's sixteen-state
11 area?

12 MR. PECAU:

13 I object to the form of the
14 question. Go ahead.

15 THE WITNESS:

16 I guess it depends on -- when you
17 say "advertise", we market broadly.
18 For instance, we purchase
19 sponsorships to give us exposure and
20 media exposure outside. So, yeah,
21 outside of media, we do.

22 BY MR. HUDSON:

23 Q Except for the sponsorships, do you

1 advertise outside of your sixteen-state area?

2 A Well, on the web, I would say we
3 advertise worldwide.

4 Q As does everybody on the web, I
5 suppose. The sponsorships you're speaking of are
6 things like the SEC, the Sun Belt, the University
7 of Indiana, that sort of thing.

8 A Uh-huh. Yes.

9 Q And those people that are interested in
10 a sports team that you sponsor may live in some
11 area other than the state in which it's located.
12 Is that the sort of thing you're talking about?

13 A That is, although I don't think the
14 audience is just people interested in that team.
15 For instance, the SEC --

16 Q Is what?

17 A I don't think the audience is just
18 people interested in that team, for instance. The
19 SEC is an extremely strong and visible conference
20 so that there's lots of folks who live in various
21 places who have no affiliation who have some
22 interest in it.

23 Q Well, for instance, do you buy

1 advertising and invest advertising dollars in
2 states like Alaska?

3 A Not directly just in Alaska, but to the
4 extent they get hit by the other advertising.

5 Q There might be somebody in Alaska that's
6 interested in the SEC and knows that you're a
7 sponsor.

8 A Or sees our advertisements. Part of our
9 sponsorships are -- are media.

10 Q And how would they see your
11 advertisement?

12 A They're watching the game.

13 Q During the course of the game, if you're
14 the bank of the SEC?

15 A Yeah. Actually, there's -- we sponsor
16 some of the colleges, as well, and we get media in
17 kind as part of the sponsorship. So we would run
18 advertisements on that media.

19 Q Now, radio. Do you buy satellite radio
20 coverage?

21 A Right now, I do not believe we're
22 purchasing satellite.

23 Q Have you done it before?

Scott Peters

Tom Hudson

Page 118

1 A Not to my knowledge.

2 Q The radio -- in what states have you
3 bought radio coverage?

4 A I'd have to check on all the states.

5 Q Have you bought any radio coverage
6 outside of the sixteen states in which you
7 operate?

8 A Other than sponsorship media, again, the
9 answer would be the reach has been outside of our
10 sixteen states, but the stations would largely be
11 in the sixteen.

12 Q With the exception of the cable TV ads
13 that we talked about a moment ago, have you bought
14 any television advertisement outside of the
15 sixteen states in which you operate?

16 A Again, the sponsorships. And that would
17 be both radio and television.

18 Q Do you place outdoor advertising in
19 states other than the sixteen in which you do
20 business?

21 A Not to my knowledge, no.

22 Q Have you utilized merchandising in any
23 of the sixteen states outside of those in which

1 Q All I'm trying to get to is --
2 regardless of where the money comes from -- is a
3 comprehensive list of all of the sponsorships by
4 the bank.

5 A And that was the other list that I
6 directed to you first, which was more
7 comprehensive.

8 Q And that would be what?

9 A The one that was in your hand.

10 MR. PECAU:

11 Eighty-six?

12 MR. HUDSON:

13 No. He's talking about the one that
14 had all the tickets on it.

15 THE WITNESS:

16 Yes, had the tickets, as well as the
17 sponsorships.

18 BY MR. HUDSON:

19 Q Eighty-seven.

20 A Eighty-seven.

21 Q So between Eighty-six and Eighty seven,
22 we've got all the sponsorships?

23 A Yeah. And the corporate ones are likely

1 in there, as well. That should be a more
2 comprehensive list.

3 MR. PECAU:

4 And he was referring to Exhibit
5 Eighty-seven.

6 BY MR. HUDSON:

7 Q Has the bank, or anyone on the bank's
8 behalf, done any studies or made any determination
9 of how broad the reach of the advertisement that
10 is associated with sponsorships in Exhibit
11 Eighty-six and Eighty-seven is?

12 A No.

13 Q When you say that you believe that those
14 sponsorships may constitute advertisement outside
15 of the sixteen-state area in which the bank does
16 business, is that speculation on your part?

17 A No.

18 Q What is the basis for you saying that?

19 A If a game is run on national television,
20 picked up by a major network, it's run around the
21 country.

22 Q And can you give me an instance of that
23 happening?

1 as a sponsor.

2 Q And you make an election? Do you make
3 the election of which you want?

4 A No. It's part of --

5 Q It's in the contract?

6 A It's part of a contract, that's correct.

7 Q And typically, how are those contracts
8 phrased? How are those decisions made about the
9 game?

10 A I haven't examined all the contracts.
11 They're all different for the different schools.

12 Q In those instances when you don't have
13 advertising, when you have sponsorship, how is the
14 sponsorship portrayed typically so the TV viewer
15 would see it?

16 A Typically, that would be a mention of a
17 sponsor of the broadcast or a team. So it would
18 be in the name of our company, potentially a
19 tag-on type thing.

20 Q And it would say typically something
21 like "Bank of the Southeastern Conference", or
22 what would it say?

23 A It probably would say "Regions" or the

Scott Peters

Tom Hudson

Page 130

1 tag line now would be, "It's time to expect
2 more." And, yeah, they would probably --

3 Q Tag line would be what?

4 A Our new tag line is "It's time to expect
5 more." And then we would probably say "The
6 official bank of the Southeast Conference."

7 Q Whatever type of message you're trying
8 to get out at the time. That's the tag line
9 you're trying to get out now.

10 A Yeah. You tend to be consistent with
11 that.

12 Q Okay.

13 A But we could modify the mention if we
14 chose to do so.

15 Q And is the Regions Bank logo portrayed
16 in these?

17 A Typically, yes.

18 MR. HUDSON:

19 We're through.

20 MR. PECAU:

21 I have no questions. Thanks.

22 FURTHER, DEPONENT SAITH NAUGHT.

23 * * * * *

Emmett M. Pollard

Victor Hudson

Page 1

IN THE UNITED STATES DISTRICT COURT
FOR THE
MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

REGIONS UNIVERSITY, INC.,

Defendant.

*
*
*
*
*
*
*
*
*

CIVIL ACTION NUMBER

2:06cv882-MHT

* * * * *

Rule 30(b)(5); 30(b)(6) deposition of Regions
Asset Company, taken through the witness, EMMETT
M. POLLARD, before David Michael Camp,
Commissioner, in the law offices of Balch &
Bingham, LLP, 105 Tallapoosa Street, Suite 200,
Montgomery, Alabama, on May 10th, 2007, commencing
at approximately 8:59 o'clock a.m.

Emmett M. Pollard

Victor Hudson

Page 2

A P P E A R A N C E S

For Plaintiff:

BALCH & BINGHAM, LLP
Attorneys at Law
Post Office Box 78
Montgomery, Alabama 36101
(334) 834-6500
BY: CHARLES PATERSON

-AND-

STEPTOE & JOHNSON, LLP
Attorneys at Law
1330 Connecticut Avenue
Washington, D.C. 20036
(202) 429-3000
BY: WILLIAM G. PECAU

For Defendant:

HUDSON & WATTS, L.L.P.
Attorneys at Law
One St. Louis Centre, Suite 2500
Post Office Box 989
Mobile, Alabama 36601
(251) 432-7200
BY: VICTOR T. HUDSON

-AND-

SHLESINGER, ARKWRIGHT & GARVEY, LLP
Attorneys at Law
1420 King Street, Suite 600
Alexandria, Virginia 22314
(703) 684-5600
BY: JAMES E. SHLESINGER

Also present: REX A. TURNER, JR.

* * * * *

Emmett M. Pollard

Victor Hudson

Page 9

1 Q Corporate training. Now, was any part
2 or all of the AmSouth corporate training program
3 adopted by the new bank after the merger?

4 A It depends on which systems are
5 surviving in the new company. And so you would
6 say that the training programs that were
7 associated with the bank, the system that
8 survived, would have that training survive with it
9 because it supports it. And so it would be
10 somewhat of a mix between both Regions and
11 AmSouth.

12 Q Okay. Sometimes in mergers, you tend to
13 take the best of both and put them together. Was
14 that what was accomplished here?

15 A I believe that was the attempt, yes.

16 Q And I gather that prior to the merger,
17 Regions had its own corporate training program.

18 A Yes.

19 Q And by what name, if any, did Regions
20 refer to its corporate training program as?

21 A Regions University.

22 Q Okay. Whose idea was it to use that
23 catchy name to describe the Regions corporate

1 training program?

2 A The director of HR.

3 Q What was his name?

4 A John Daniel.

5 Q And when did he do that? When did that
6 occur?

7 A John was the surviving head of HR out of
8 the Regions/Union Planters merger. Union
9 Planters' training function was UP University.

10 Q I'm sorry. I didn't hear. What
11 university?

12 A Union Planters -- UP University. And
13 that survived then into Regions. So it became
14 Regions University at the merger between the two
15 companies.

16 Q And what was the approximate date of
17 that merger?

18 A I believe it was May of 2004.

19 Q Okay. Was any authority required by
20 someone senior to him in order to use that name?

21 A I'm --

22 Q Don't know?

23 A -- not aware. Don't know.

1 I don't know.

2 BY MR. HUDSON:

3 Q If there is, you don't know about it?

4 A I don't know what you really mean by
5 "market" outside the bank.

6 Q Is there any plan or proposal to use
7 Regions University for anything except the bank's
8 internal corporate training program?

9 A Not that I'm aware of.

10 Q Do you advertise in any way the
11 existence or services of Regions University?

12 A Would you define the word "advertise?"

13 Q I don't know if I can. What I would do
14 is ask you what your understanding of the word
15 "advertising" is. And you can tell me that and
16 then we can work with that.

17 A If it's to communicate and display
18 information about the bank in order to attract
19 individuals to join the bank, the answer would be
20 yes.

21 Q All right. And how do you do that and
22 where do you do that?

23 A There are brochures that are used by

Emmett M. Pollard

Victor Hudson

Page 34

1 sought or obtained authorization from any state to
2 publish the use of the term "university" as it
3 apparently has done in Exhibits Nine, Ten and
4 Eleven?

5 A Would you repeat that question, please?

6 Q Sir?

7 A Would you repeat the question?

8 Q To your knowledge, has Regions ever
9 obtained authority from any state to authorize it
10 to publish the term "university" as it apparently
11 has done in Exhibits Nine, Ten and Eleven?

12 A Not to my knowledge.

13 Q Okay. In fact, do Exhibits Nine, Ten
14 and Eleven reflect that Regions Asset Company
15 and/or Regions Financial Corporation have
16 published to the public the fact that it is using
17 the term "university?"

18 A If that question is to mean by the fact
19 that those brochures are passed out to non-bank
20 people in an effort to solicit, you know, them to
21 consider joining the bank, making them public
22 solicitations and awareness, then, yes.

23 Q Has the bank made any effort to limit

Emmett M. Pollard

Victor Hudson

Page 36

1 word "university" outside of recruiting.

2 Q Outside of trying to attract new hires?

3 A To my knowledge.

4 Q Okay. Now, please, if you will,
5 identify for us Exhibits Nine, Ten and Eleven.

6 A Nine is a recruiting brochure. Ten is a
7 brochure, I believe, that's used in new employee
8 orientation.

9 Q In what?

10 A In new employee orientation.

11 Q So Ten would not be publicly
12 disseminated. That would be used within the bank?

13 A My knowledge is that it was used for
14 orientation programs. It could have been used for
15 something else but I'm not aware of it.

16 Q All right, sir. But Nine would have
17 been used publicly?

18 A Yes.

19 Q Okay.

20 A And Eleven is a copy of a web page.

21 Q And is that publicly available?

22 A Yes.

23 Q Okay. Now, your attorney was kind

Emmett M. Pollard

Victor Hudson

Page 52

1 attention that former employees of the bank have
2 represented on their transcripts that they have
3 attended Regions University?

4 MR. PECAU:

5 I object to the form of the
6 question.

7 THE WITNESS:

8 It's not been brought to my
9 knowledge.

10 BY MR. HUDSON:

11 Q Would you be surprised to learn that?

12 MR. PECAU:

13 Object to the question.

14 THE WITNESS:

15 I'm not sure what "surprised" would
16 be.

17 BY MR. HUDSON:

18 Q Good answer. If you want a break at any
19 time, just say so.

20 A Thank you.

21 Q Am I correct that the bank's Regions
22 University does not offer educational services of
23 any kind to the general public?

1 A If I understand that to mean Regions
2 University, Regions University does not offer
3 courses to the public.

4 Q Since you struggled, does the bank,
5 itself, in any way offer educational services to
6 the general public?

7 A Other than what we've already talked
8 about.

9 Q These American Bankers courses, that
10 sort of thing we talked about?

11 A Yeah.

12 Q Okay. Has anyone brought to your
13 attention, any bank employee brought to your
14 attention, that they were confused about whether
15 the bank's corporate training program was the same
16 as Regions University being operated by the school
17 that was formerly Southern Christian University?

18 A No associate has brought that to my
19 attention.

20 Q Sir?

21 A No employee has brought that to my
22 attention.

23 Q The transcripts that you described

Emmett M. Pollard

Victor Hudson

Page 62

1 Q Yes.

2 A All of them are changes.

3 Q But has it changed yet?

4 A No, sir, it hasn't changed yet.

5 Q Okay. That's good enough. Now, the
6 logos that are set forth on Exhibit Twelve, 1403
7 are those logos that have been used consistently
8 since the coming into existence of Regions
9 University as a name for the corporate training
10 program? I'm speaking only of 1403.

11 A Yes, sir.

12 Q Okay. And so, for instance, if a
13 certificate had Retail College on it, now that you
14 look at this, would you expect it to have Regions
15 University Retail College in the format of this
16 logo?

17 MR. PECAU:

18 I object to the form of the
19 question. If you know, answer. If
20 you don't --

21 THE WITNESS:

22 Yeah. My understanding would be
23 that if it would have Retail College

1 Q Okay. Do you have any understanding of
2 what the significance of these three little leaves
3 in this column is that's depicted on Exhibit
4 Twelve, 1403?

5 A You know, I've seen things where they
6 represented just different concepts, different
7 perspectives. But none that I would say would be
8 official.

9 Q Sir?

10 A None that I'm aware of that, you know,
11 the company puts forth.

12 Q Okay. Look, if you would, please, sir,
13 at Exhibit Two that was previously marked in
14 another deposition, and also Exhibit Three that
15 was previously marked in another deposition.

16 Do you recognize a sign like the one depicted
17 in Exhibit Two? I'm not asking you to identify
18 Exhibit Two. I'm just asking you to look at the
19 picture.

20 A I'm not sure what you're asking.

21 Q Yeah. It's a picture of a bank sign.
22 Have you seen one that looked like that before?

23 A Yes, sir, I've seen this before.

1 Management Workshop. Executive Coaching Workshop.

2 Q Executive what?

3 A Coaching.

4 Q Coaching.

5 A Internal Consulting Workshop. Teller
6 Training.

7 Q Sir?

8 A Teller Training. Teller, as in bank
9 tellers.

10 Q Tellers.

11 A Yes. There are multiple courses within
12 the teller training curricula.

13 Q Okay. I don't need to hear those. Just
14 whenever you can do it generically such as telling
15 me Teller Training, that's fine.

16 A FSR training, Financial Services
17 Representative training, Branch Manager training,
18 Sales Management training for retail, Commercial
19 Loan Officer training, Commercial Admin training.

20 There's a Trust Administrator curricula.
21 Mortgage Loan Originator curricula. Those are the
22 ones that come to mind. And there are, you know,
23 three or four or five hundred online courses.

1 Q Yeah. I don't need to hear about them.
2 I think if you could just describe them in general
3 categories for me as you did with teller training,
4 that would be helpful. And let's try to cover all
5 of the general categories.

6 A Yeah. Financial -- Finance and
7 Accounting would be one. Communication Skills.
8 Supervision. Human Resources. Team Building.
9 Sales. Customer Service. Those are the ones that
10 come to mind.

11 Q Is advancement in the bank tied in any
12 way to the successful completion of these courses?

13 A There's -- there's a strong attempt to
14 manage that for entry level positions. And so you
15 have to complete certain criteria, certain
16 curricula before you're eligible for promotion,
17 and, you know, strongly encouraged and supported.

18 There's a lot of recognition given to folks
19 who do complete courses. And so, you know, I
20 wouldn't say we're mandatory in a lot of cases as
21 much as I would that it's looked on very
22 positively.

23 Q Is it taken into consideration in salary

1 advances and promotions?

2 A Some of it is, yes, sir.

3 Q And are completion of these courses and
4 dedication to this training program something that
5 is promoted as a tool that an employee should
6 utilize in order to advance within the
7 organization?

8 A That's the type of culture we've tried
9 to create.

10 Q That's the purpose of it, isn't it?

11 A That's the purpose, yes, sir.

12 Q Okay. I'm looking at what we've
13 previously marked as Exhibit Four. And you've
14 identified that earlier as your file that you
15 reviewed in preparation for your deposition
16 today. I don't have a lot of questions about it.
17 I'm going to skip around.

18 If you feel like you need to read something
19 in detail before you answer it, do that. I'm not
20 trying to sneak up on you. And I don't think my
21 questions are that tough.

22 I find under Strategic HR Initiatives this
23 phrase "to interact with business partners and

Emmett M. Pollard

Victor Hudson

Page 78

1 Q I'm just curious. Why would he have
2 handled the fee payment part of it and you would
3 have handled other parts? Is there any reason for
4 that division of responsibility?

5 A He handled the development of the whole
6 application. I requested it. I provided input
7 into it. But I didn't prepare it.

8 Q I understand. And he would work under
9 your supervision?

10 A Yes, sir.

11 Q And your direction.

12 A Yes, sir.

13 Q And whatever mechanical things were
14 required such as getting a check to pay the fee,
15 that would have been delegated to him.

16 A Yes, sir.

17 Q But it would have required your
18 approval, would it not?

19 A Yes, sir.

20 Q I'm not going to fly speck this. If you
21 want to read it all, that's fine. But my question
22 is, would this document which is captioned
23 "Training Top 100" and runs through the twenty

Emmett M. Pollard

Victor Hudson

Page 79

1 numbered pages fairly describe the corporate
2 training program as it existed on October 3, 2005,
3 the date of this document?

4 A Yes, sir.

5 Q Do you see this page? Tell me which
6 number it is. It says "Return On Investment" at
7 the top of it.

8 A Page nine.

9 Q All right, sir. Looking at page nine of
10 this exhibit captioned "Return On Investment",
11 what was meant, in your understanding, of "Return
12 On Investment"?

13 A The extent to which the company is able
14 to see some type of monetary or non-monetary
15 effect based on the resources that were allocated
16 to training.

17 Q A measurable benefit to the company,
18 either monetary or non-monetary. Would that be
19 correct?

20 A Yes, sir.

21 Q And did the Regions corporate training
22 program referring to it as Regions University
23 result by October 3, 2005 in generating a

1 Q Thirteen. Please look at the document
2 marked at its top "Top 100 Learning", page
3 thirteen, and look at the back side of thirteen,
4 Section 2.1.6. It says "To better describe your
5 Corporate University -- ", and it goes forward.

6 In your understanding, are there other
7 corporations that refer to their internal training
8 programs as universities?

9 A Yes, sir.

10 Q Is that frequently done in your
11 understanding?

12 A It's common.

13 Q Okay. Would you tell me those of which
14 you are aware?

15 A Motorola University; McDonalds Hamburger
16 U, University; Delta University, Delta Airlines.

17 Q Delta University?

18 A Yes, sir. I believe Delta Airlines
19 University. SunTrust University. Those are the
20 ones that come off the top.

21 Q I notice that you told me that there
22 was, for instance, Delta Airlines University,
23 McDonald's Hamburger University. Is there any

Emmett M. Pollard

Victor Hudson

Page 95

1 A No, sir.

2 Q And the English language I'm speaking
3 of.

4 MR. PECAU:

5 I object to the form.

6 BY MR. HUDSON:

7 Q Do you teach Spanish-speaking people how
8 to speak English?

9 A No, sir.

10 Q And vice versa. Do you teach English-
11 speaking people how to speak Spanish?

12 A We have had some self-study courses in
13 the past on languages, Spanish being one of them,
14 on a volunteer basis.

15 Q And have you done that under the
16 auspices of Regions University?

17 A The materials were delivered by Regions
18 University, yes, sir.

19 Q And from whom did you obtain the
20 materials? You don't need to tell me the name of
21 the company. Was it an outside vendor?

22 A Outside vendor, yes.

23 Q I'm going to show you Exhibits Fifteen

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

REGIONS ASSET COMPANY,

Plaintiff,

Vs.

CIVIL ACTION NO.
2:06CV882-MHT

REGIONS UNIVERSITY, INC.,

Defendant.

* * * * *

DEPOSITION OF REX A. TURNER, JR., Ed.D,
taken pursuant to stipulation and agreement before
Lisa J. Nix, Registered Professional Reporter and
Commissioner for the State of Alabama at Large, in
the Law Offices of Balch & Bingham, Suite 200, 105
Tallapoosa Street, Montgomery, Alabama on Tuesday,
May 15, 2007, commencing at approximately 9:00 a.m.

* * * * *

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 2

APPEARANCES

FOR THE PLAINTIFF:

Mr. William G. Pecau
 Ms. Rachel M. Marner
 STEPTOE & JOHNSON
 Attorneys at Law
 1330 Connecticut Avenue NW
 Washington, D.C. 20036-1795

Mr. Charles B. Paterson

BALCH & BINGHAM

Attorneys at Law

Suite 200

105 Tallapoosa Street

Montgomery, Alabama 36104

FOR THE DEFENDANT:

Mr. Victor T. Hudson

HUDSON & WATTS

Attorneys at Law

Suite 2500

One St. Louis Centre

Mobile, AL 36602

EXAMINATION INDEX

BY MR. PECAU 7

Page 4

29 BellSouth White Pages listing beginning 139
 with Ralph Smith Motors and ending with
 Rho, Frank

30 Email to Rex Turner from Rick Johnson 143
 re: Mark University (RU-180 - 181)

31 Resolution dated 7/28/06 (RU-25 - 27) 150

32 Team Meeting Minutes 7/31/06 (RU-152) 150

33 Letter to Students, Faculty and Staff 169
 from Rex Turner (RU-46)

34 Name Change Letter (RU-58 - 59) 169

35 Emails from Wilson Luquire and Randy 172
 Gore re: name change (RU-1909 - 1911)

36 Regions University History, Mission and 187
 Organization of Regions University
 (RU-80 - 108)

37 8/18/06 letter to Rex Turner from 190
 William Pecau (RU-63 - 65)

38 December 2006 letter to Dear Friend from 199
 Rex Turner (RU-1281 - 1282)

39 Online Message from the President of 199
 Regions University (RAC-30553 - 30554)

40 2 Corinthians - King James Bible 203

41 2 Corinthians - American Standard Bible 204

42 Regions University Logo effective 218
 8/15/06 (RU-191)

Page 3

EXHIBIT INDEX

EXHIBIT NUMBER

17 Regions University Enrolled Students 31
 from Regular Fall 2006 through Regular
 Spring 2007 (RU-1908)

18 Southern Christian University 38
 Undergraduate Expense form (RU-1374)

19 Regions University advertisement 59
 (RU-216)

20 Board of Regents Meeting Minutes FY 65
 7/1/05 - 6/30/06 (RU-109-111)

21 Team Meeting Minutes 9/29/05 (RU-113 - 84
 114)

22 Board Meeting minutes 12/16/05 (RU-117 - 87
 119)

23 Board Meeting minutes 3/17/06 (RU-133 - 91
 136)

24 Resolution dated 3/17/06 (RU-137 - 139) 95

25 Team Meeting Minutes 7/6/06 (RU-146 - 100
 148)

26 U.S. Patent and Trademark Office 102
 correspondence re: Masters University
 (RU-140 - 145)

27 Team Meeting Minutes 7/27/06 (RU-149 - 108
 151)

28 7/27/06 email to Rex Turner from Jim 129
 Shlesinger (RU-178 - 179)

Page 5

43 First release of regions University with 220
 Stacked Logo 8/19/06 (RU-193)

44 Photoboard (RU-208 - 212) 221

45 Radio Anywhere commercial - 45 seconds 229
 (RU-213)

46 Radio Anywhere commercial - 15 seconds 229
 (RU-214)

47 Billboards (RU-1617 - 1619) 236

48 Regions University Media Placement 237
 February 2007 - Television, Radio
 Billboards (RU-1603 - 1606)

49 Blackboard screen shots (RU-1498 - 1506) 243

50 Excerpt of loans disbursed academic year 250
 05-06 (RU-1670, 1712 - 1715)

51 Excerpt of loans disbursed academic year 250
 06-06 (RU-1800, 1899 - 1902)

52 Tasks to be accomplished for name change 254
 from SCU to Masters University (RU-167 -
 168)

53 Regions University Academic Catalog 254
 (RU-436 - 439, 648 - 659, 999 - 1012)

54 Regions University Quick Facts (RU-245) 257

55 Email string between Carol Vucovich and 257
 Anita Crosby (RU-48)

56 Screen shots from Peterson's (RU-1400, 257
 1432, 1451)

Page 6

STIPULATION

It is hereby stipulated and agreed by and between counsel representing the parties that the deposition of REX A. TURNER, JR., Ed.D is taken pursuant to the Federal Rules of Civil Procedure and that said deposition may be taken before Lisa J. Nix, Registered Professional Reporter and Commissioner for the State of Alabama at Large, without the formality of a commission, that objections to questions other than objections as to the form of the question need not be made at this time but may be reserved for a ruling at such time as the said deposition may be offered in evidence or used for any other purpose by either party provided for by the Statute.

It is further stipulated and agreed by and between counsel representing the parties in this case that the filing of said deposition is hereby waived and may be introduced at the trial of this case or used in any other manner by either party hereto provided for by the Statute regardless of the waiving of the filing of the same.

It is further stipulated and agreed by and

Page 7

between the parties hereto and the witness that the signature of the witness to this deposition is hereby not waived.

REX A. TURNER, JR., Ed.D

The witness, after having first been duly sworn to speak the truth, the whole truth and nothing but the truth testified as follows:

EXAMINATION

BY MR. PECAU:

Q. Dr. Turner, are you on any drugs or medication which would impair your testimony today?

A. I'm not aware of any that would impair, but I can tell you what I'm taking.

Q. I don't need that kind of detail.

A. I'm not aware of any.

Q. And you had mentioned this before we started, that you have a little difficulty hearing.

A. That's right.

Page 8

Q. If you don't hear a question I have, please ask me --

A. I will.

Q. -- to try to --

A. I will do my best to ask you again.

Q. Okay. And the reporter is taking down what we're saying. So if I don't remember what I asked you, which is perfectly possible, she'll have it down.

A. Okay.

Q. The other thing is, is that since you are under oath, if you don't understand a question, please tell me and I'll try to rephrase it so that you understand it because, you know, you are entitled to --

A. I will.

Q. -- understand what I'm asking you. Okay?

A. I will.

Q. Do you live in the Montgomery area?

A. Yes.

Q. How long have you lived in the Montgomery area?

A. I moved back here in 1974. 1974.

Page 9

Q. You moved from where?

A. I moved from Clanton, Alabama.

Q. Where is that?

A. It's about 50 miles from here on the way to Birmingham on I-65.

Q. Have you ever banked at Regions?

A. Yes.

Q. When was that?

A. When I moved back to this city, and I don't remember if it was '74 or '75. It was First Alabama Bank at that time.

Q. How long did you have an account with Regions?

A. Oh, I still have one.

Q. As you drive around Montgomery, you see Regions Bank signs; is that correct?

A. Oh, yes.

Q. And two of the tallest buildings in Montgomery have Regions signs on them; is that correct?

A. Yes.

Q. What is your current residence?

A. It is 245 Tensaw, that's T-E-N-S-A-W, Road,

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 10

1 Montgomery, Alabama 36117.
 2 Q. How long have you lived there?
 3 A. I believe we moved into that house which we
 4 built in 1976.
 5 Q. And how far away from the -- from your
 6 school is it?
 7 A. It's no more than four or five miles. I'm
 8 not specific with that, but it's not very
 9 far.
 10 Q. Do you pass any Regions Banks on your way
 11 to school?
 12 A. No, I don't believe I do.
 13 Q. So you've been aware of Regions since it's
 14 changed its name around 1993; is that
 15 correct?
 16 A. Yes, whenever it changed its name.
 17 Q. Do you recall seeing Regions commercials,
 18 TV commercials?
 19 A. Oh, yes.
 20 Q. And you've seen Regions radio -- I mean --
 21 seen Regions radio. You've seen Regions
 22 magazine and newspaper advertising, is that
 23 correct, through the years?

Page 11

1 A. I'm sure I have, but I just remember more
 2 of the TV ads than I would anything. I
 3 don't listen to much radio, and I'm not --
 4 you know, I'm sure I've seen them, but --
 5 yeah.
 6 Q. Do you have any friends that work at
 7 Regions Bank?
 8 A. I don't really. I have -- My wife has a
 9 niece who has someone who works with
 10 Regions.
 11 Q. What about members of the board of your
 12 school? Do you know if any of them bank at
 13 Regions Bank?
 14 A. I'm not aware of where they bank.
 15 Q. Do you know if any members of the board
 16 work or have worked at Regions Bank?
 17 A. I'm not aware of any board member that has
 18 worked at Regions Bank.
 19 Q. Are you a member of the Montgomery Chamber
 20 of Commerce?
 21 A. I'm not personally. The school is a member
 22 of the Chamber.
 23 Q. And when you say the school, you're

Page 12

1 referring to Regions University that was
 2 formerly Southern Christian University; is
 3 that correct?
 4 A. That is correct.
 5 Q. Are you a member of any civic
 6 organizations?
 7 A. Not presently. Used to be a member of the
 8 Optimist Club.
 9 Q. What's the Optimist Club?
 10 A. It's just a local civic organization that
 11 promotes good work, much like the Rotary
 12 and so forth.
 13 Q. Any charitable organizations that you're a
 14 member of other than Regions University?
 15 A. No, sir.
 16 Q. Have you ever been a member of any school
 17 boards other than Regions University?
 18 A. No, I have not.
 19 Q. I'm going to ask you a little bit about
 20 your educational background now.
 21 A. Sure.
 22 Q. Did you go to high school in this area?
 23 A. Yes, I went to Alabama Christian High

Page 13

1 School. It's now Alabama Christian
 2 Academy.
 3 Q. Is that a school that your father ran?
 4 A. My father was president of what was Alabama
 5 Christian College for 31 years, and the
 6 high school at that time was under the
 7 auspices of that college.
 8 Q. And the name of your father?
 9 A. It's Rex A. Turner, Sr.
 10 Q. And when did you graduate from high school?
 11 A. If I recollect correctly, it would have
 12 been 1963.
 13 Q. You beat me by six years.
 14 A. Okay.
 15 Q. And after high school, what was your
 16 education?
 17 A. May not get the dates all correct, but I
 18 received an AA degree from Alabama
 19 Christian College, a bachelor of arts
 20 degree from Alabama Christian College,
 21 which is all now Faulkner University.
 22 I received a bachelor of science degree
 23 in secondary education from what was then

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 18

Page 20

1 A. I cannot remember the exact dates, but
 2 Barbara and I moved from Ozark, Alabama to
 3 Clanton, and I believe that was 1971. I
 4 believe that's correct. And we stayed
 5 approximately four years in Clanton,
 6 Alabama, and I was a minister of the
 7 Clanton Church of Christ.
 8 Q. What are your roles as the president of
 9 Regions University today?
 10 A. Well, do you want a facetious answer or do
 11 you want --
 12 Q. Well, let's start with the facetious
 13 answer.
 14 MR. HUDSON: No, no. Let's don't
 15 have any facetious answers.
 16 A. I oversee all of the institution.
 17 Q. What does that entail?
 18 A. Well, I approve every major decision as far
 19 as approval, budget, actions of the
 20 institution. I make the final decision.
 21 Q. Hiring of faculty, is that your job as
 22 well?
 23 A. Yes, I sign the contracts. I sign all

1 university has for the last four or five
 2 years gone through a process by which each
 3 semester, we look -- and I look at this
 4 with the bookkeepers and -- our cash flow,
 5 and we have gradually increased our
 6 advertising semester by semester if at all
 7 possible.
 8 And so that is worked out in
 9 relationship with our people in the
 10 business office and with the advertising
 11 agency that we use.
 12 Q. Who's your advertising agency?
 13 A. Blue Group.
 14 Q. And who's the person you deal with directly
 15 at the Blue Group?
 16 A. Laina Costanza.
 17 Q. Does she have a position at Regions
 18 University as well?
 19 A. Yes.
 20 Q. What's her position there?
 21 A. She is the Web designer.
 22 Q. Was she ever the publicist for Regions
 23 University or Southern Christian

Page 19

Page 21

1 faculty and administrative contracts.
 2 That's my responsibility.
 3 Q. How many administrators are at Regions
 4 University?
 5 A. When I think of administrators, I think of
 6 those who are not serving in academic
 7 situations. We're dealing with anywhere
 8 from ten to 12 people.
 9 Q. Is that including yourself or in addition
 10 to yourself?
 11 A. I'm not exactly sure.
 12 Q. So there --
 13 A. I don't have -- I don't have that number.
 14 I could list them probably here and give
 15 you the exact number.
 16 Q. Now, you said that you had responsibility
 17 for the budget, so that would include any
 18 advertising or promotion of Regions
 19 University; is that correct?
 20 A. That's correct.
 21 Q. And you oversee the advertising that's been
 22 done for the university?
 23 A. When you talk about advertising, the

1 University?
 2 A. Was the what, now?
 3 Q. Publicist.
 4 A. What you mean by publicist?
 5 Q. The public relations person for Southern
 6 Christian University.
 7 A. We don't have a public relations person per
 8 se.
 9 Q. Who handles the public relations function
 10 at Regions University?
 11 A. Well, we do not have anybody filling that
 12 title. We have those who are in
 13 advancement who work among churches. They
 14 handle public relations through that
 15 process, and I guess -- and it's more word
 16 of mouth.
 17 Presently, we do not publish a paper on
 18 a monthly basis or a semester basis to be
 19 sent out to our university, you know,
 20 alumni or students.
 21 Q. You mentioned advancement, working among
 22 the churches. What do you mean by
 23 advancement?

Page 58

Page 60

Question: Now, is the purpose of the College of General Studies, broadly speaking, to provide instruction/training for Christian ministers and religious workers?)

A. No, it is not just for Christian workers or whatever. It would be for anybody who would want to receive a liberal arts education, whether a minister, plumber, a social worker or a mother who's in her home that wants to attain a bachelor's degree.

Q. Does Regions University have an endowment?

A. Yes, but very limited.

Q. Do you know approximately how much?

A. I do not have that ... it is between 250 and \$500,000.

Q. Now, most of the income -- well, let's do it as a pie chart. You get a certain amount of cash coming into the school every year. What percentage of that is tuition?

A. I would say that it is -- approximately 97 percent is tuition and fees.

Q. Show you what's been marked as Exhibit 19. Can you tell me what that is?

A. It's an advertisement that Regions University did. It's got down at the bottom Gospel Advocate, February, March of this -- 2007, and the Christian Chronicle, February, March 2007. And it has a picture of the world. Has on there A Christian University, Teaching Christ --

MR. HUDSON: We can all see what's on there. You don't have to describe all of that.

Q. When it says A Christian University, what does that mean?

A. Just means that the university has Christian standards. We try to have people who profess Christ teaching in the various academic areas. We try to promote good will and so forth.

Q. When you said people who profess Christ, what do you mean by that?

A. People who believe in Christ.

Q. Do you know what percentage of your faculty

Page 59

Page 61

Q. And the other three percent you obtain through the advancements?

A. Yes.

Q. So that's money coming in. The money going out, what percentage of that goes to paying your faculty?

A. I do not know that total.

Q. Well, what about faculty and administrative --

A. I don't have those figures.

Q. So what are the major expenses that the university has?

A. Administration, faculty and staff; the production of our online program and all of the things that are involved in that; advertising; general upkeep of the institution. We have spent some money on some land that we've -- which is 185 acres about 15 miles up from our location.

MR. PECAU: I'd like to mark this as the next exhibit.

(Exhibit 19 was marked for identification.)

members are members of the Fellowship of the Churches of Christ?

A. I do not know that.

Q. Do you know if you have any Jewish faculty members?

A. No, but we have some Baptist, Methodist, and I'm not just so sure what all they are.

Q. So is it Christian in the same sense that Notre Dame would consider itself to be a Christian institution?

A. Notre Dame started on a Christian basis. Vanderbilt started on a Christian basis. Fisk started on a Christian basis.

We offer programs now more in a school for the biblical part, but that does not mean that the Christian principles would not permeate the institution. We have counseling programs that deal with the home and the family which I would not on one hand consider a Bible class, but on the other hand I would consider it important Christian principles.

Q. I'm just trying to get this a little

Page 66

1 ex-officio member.
 2 Q. You're still a member of the board?
 3 A. I'm an ex-officio member. That means I
 4 have no voting rights. And according to
 5 Southern Association standards, I can't be
 6 a president and be a member of the board of
 7 regents.
 8 Q. Are any of the other members of the board
 9 of regents relatives of yours?
 10 A. E. J. Turner who is listed there is my
 11 dad's brother, and he has been on the board
 12 for ...
 13 MR. HUDSON: He just asked you if
 14 he was a relative.
 15 A. Yes.
 16 Q. Any other relatives on the board of
 17 directors?
 18 A. Not listed here.
 19 Q. Any that are not listed here?
 20 A. There's a Donny Turner who is -- there's a
 21 Donny Turner.
 22 Q. And what relation does he have to you?
 23 A. He is my first cousin.

Page 67

1 Q. Let's go to page two, which also is marked
 2 as RU-110. Do you see that?
 3 A. Yes.
 4 Q. Before we get there, page one refers to
 5 Southern Christian University, master
 6 plan. Can you tell me what that is?
 7 A. That is a document that we try to do on an
 8 either annual or every-three-years basis,
 9 accordingly, that lays out the future plans
 10 of the institution, and it even broadens
 11 out to, say, a ten-year plan. And these
 12 are just goals. We may not attain them,
 13 but it's overall objectives of the
 14 university for the future.
 15 Q. Well, the master plan that was in place on
 16 September 26, 2005, does that refer to a
 17 possible change of the name of the
 18 institution?
 19 A. Where is that so marked?
 20 Q. Well, the reference to Southern Christian
 21 University master plan --
 22 MS. MARMER: Page three.
 23 Q. I'm sorry. It's on page RU-111. I

Page 68

1 apologize.
 2 A. I don't recollect whether it is in the
 3 master plan or not. I had presented this
 4 concept to them at this meeting, and I do
 5 not remember if it's in the master plan or
 6 not.
 7 Q. When you say this concept, what are you
 8 referring to?
 9 A. All the things listed on page two.
 10 Q. The concept was the enrollment trend and
 11 rationale for considering a name change?
 12 A. Yes, and I mentioned courses online in
 13 China. It's not specifically stated here,
 14 but our going to other states.
 15 Q. The first bullet point says needed to
 16 increase enrollment in areas such as
 17 business in order to support our degrees in
 18 Turner School of Theology. What does that
 19 mean?
 20 A. Well, our degree programs are providing the
 21 financial resources to help us to promote
 22 the Turner School of Theology. It all --
 23 The Turner School of Theology has limited

Page 69

1 enrollment.
 2 Q. How many folks are enrolled in the Turner
 3 School of Theology?
 4 A. I could not address that accurately.
 5 Q. Well, when you said limited enrollment,
 6 what does limited enrollment mean to you?
 7 A. Probably 50 to 75 students.
 8 Q. And does the Turner School of Theology have
 9 50 to 75 students?
 10 A. If that much.
 11 Q. So it might have less than 50 to 75?
 12 A. Yes.
 13 Q. Do you think it does have less than 50?
 14 A. It could possibly.
 15 Q. And who would know the number of students
 16 who are attending the Turner School of
 17 Theology?
 18 A. Our director of institutional research,
 19 Dr. John White, would have all of those
 20 figures.
 21 Q. Okay. You had raised the possibility of
 22 changing the institution to Masters
 23 University; is that correct?

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 70

1 A. Yes.
 2 Q. That would be changing the name of the
 3 entire institution from Southern Christian
 4 University to Masters University; is that
 5 correct?
 6 A. Yes.
 7 Q. Who chose the name Masters University?
 8 A. Would you mind repeating that, because --
 9 are we talking about at what point?
 10 Q. Well, who thought of the name Masters
 11 University?
 12 A. Dr. White and I had discussed the name
 13 Masters, and it had been talked among a few
 14 other administrators. So we presented the
 15 name -- I presented the name, and it was a
 16 name that I had thought well of.
 17 Q. At what point in time did you discuss with
 18 Dr. --
 19 Is it Dr. White?
 20 A. Yes.
 21 Q. What point in time did you speak to him
 22 about Masters University as being a
 23 possible new name for the institution?

Page 71

1 A. Well, it would have just been casual. We
 2 were working on our accreditation in 2005,
 3 our re-affirmation with the Southern
 4 Association of Colleges and Schools. And
 5 the name came up, and that's about all it
 6 was at that time.
 7 Q. And you said you spoke about it with other
 8 members of the administration. What folks
 9 were those?
 10 A. It was not many. I don't really
 11 recollect. I may have mentioned it to
 12 Dr. Patterson, but other than that, it
 13 would not -- I mean, it was not mentioned
 14 to many people.
 15 Q. You said you thought well of the name. Why
 16 did you think well of the name Masters?
 17 A. I thought well of it because I could see in
 18 it a Christian concept, Jesus, the Master
 19 Teacher.
 20 Q. So why didn't you choose Master as opposed
 21 to Masters?
 22 A. I don't really know that.
 23 Q. Did it have any other Christian

Page 72

1 connotation? I mean, Christ is the
 2 Master. Does Masters, itself, have a
 3 Christian connotation?
 4 A. Jesus, the Master Teacher, Masters.
 5 Q. Any other connotation you thought was
 6 favorable for the name of the institution?
 7 A. Well, I'm dealing with a Christian
 8 community and I'm dealing with a university
 9 community, and it just seemed to be
 10 appropriate.
 11 Q. Okay. The last bullet point on page
 12 RU-110, do you see that?
 13 A. Okay.
 14 Q. Quote: This highlights our need, dash, we
 15 need a for-profit type of name.
 16 Now, was Masters a for-profit type of
 17 name?
 18 A. Let me see if I -- you said at the bottom
 19 of 110?
 20 MR. HUDSON: Right here.
 21 A. Okay. I was taking this last bullet ...
 22 Q. Do you want me to read that --
 23 MR. HUDSON: He can read it to

Page 73

1 himself.
 2 Q. I'll give it to you then. The last bullet
 3 point under President Turner discussed
 4 enrollment trends there, do you see that on
 5 RU-110?
 6 A. Uh-huh. (Positive response.)
 7 MR. HUDSON: Yes.
 8 A. Yes.
 9 Q. Yes. Thank you.
 10 This highlights our need, dash, we need
 11 a for-profit type of name. Is Masters in
 12 your mind a for-profit type of name?
 13 A. Yes.
 14 Q. Okay. Why is it a for-profit type of name?
 15 A. It takes away the burden of a business
 16 degree with Christian in the name.
 17 Q. And why did you need -- why did -- Strike
 18 that.
 19 Why did Southern Christian University
 20 need a for-profit type of name?
 21 A. We are a university to more than just a
 22 Christian community, and we're offering --
 23 we're now as of this, we're offering

Page 74

1 business degrees.

2 And there are those who don't object to
3 a Christian university, but if they have a
4 business degree hanging on their wall, they
5 would rather it not say Christian. And so
6 anything without the Christian in it would
7 better represent in their minds a degree.

8 Q. Now, why would somebody prefer not to have
9 Christian in the name of the school with a
10 business degree?

11 A. Well, they just do.

12 Q. You don't know why they do?

13 A. Because they go into these corporations and
14 they hang their diplomas up for others to
15 see, and they had rather have a Masters
16 University rather than a Masters Christian
17 University there for a bachelors in
18 information systems.

19 Q. Has anyone ever told you that they have
20 that preference?

21 A. Yes.

22 Q. Did they explain to you what negative
23 connotation might arise from the use of

Page 75

1 Christian in the name of a Christian
2 university?

3 A. I just told you their preference.

4 Q. Did you ask them why they had that
5 preference?

6 A. Well, I don't think I had to ask them,
7 because they stated it.

8 Q. You weren't interested why someone would
9 have that preference?

10 A. Well, I could understand why someone would
11 rather have a name without Christian in it
12 in order to better promote their degree
13 within the business that they're in. I
14 understood that. I understood the
15 explanation.

16 Q. So what is your understanding why it would
17 be better to have a business degree without
18 the word Christian in it for an institution
19 that provides a business degree that calls
20 itself a Christian university?

21 A. Well, as the university expands, just like
22 a Vanderbilt or a Fisk or a Notre Dame, the
23 reasons become more and more apparent. As

Page 76

1 new academic degree programs -- which we
2 want to add a nursing degree program.
3 We're right now doing our prospectus for
4 it.

5 This process all lays the groundwork
6 for the growth of a university. We have
7 within our institution a school within that
8 university that represents a theological
9 institution.

10 Q. So getting back to my question, what
11 negative connotation is it to have
12 Christian as a part of the name of a
13 university that calls itself a Christian
14 university?

15 A. We're not talking about a negative
16 connotation. We're talking about a
17 preference for jobs and their relationship
18 with a community that they come in contact
19 with. They have nothing against
20 Christian. They just prefer it not to be
21 on their diploma.

22 Q. And there's no reason for that preference
23 to your understanding?

Page 77

1 A. I've stated it about as accurate as I know
2 how.

3 Q. Okay. Going back to the bullet point, it
4 refers to a broad name. Do you know what
5 is meant by a broad name in that context?

6 A. There are so many bullet points, where are
7 we talking about?

8 Q. The one we were just talking about here.
9 It refers to a broad name. Do you see that
10 on RU-110 in Exhibit 20?

11 A. That is a broad name?

12 Q. Yes.

13 A. It's the very thing I've been trying to say
14 about a university. We're broadening our
15 academic -- the academics of the university
16 as time passes.

17 Q. The next sentence says: This would bring
18 in students that would help fund the
19 degrees in the Turner School of Theology.
20 Now, how is that?

21 A. As the university grows, it will help the
22 Turner School of Theology to be able to
23 better operate because it will not have the

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 86

Page 88

1 name of the institution at that time to
2 Masters University; is that correct?

3 A. Just give me a moment, please.

4 Q. Sure. To speed things up, you might want
5 to look at the last paragraph on RU-114.

6 A. You're talking about the last paragraph,
7 item six, name change?

8 Q. Yeah.

9 A. Yeah. Okay. Ask the question.

10 Q. On September 29, 2005, you were considering
11 changing the name of the institution; is
12 that correct?

13 A. Yes, at least it was being discussed.

14 Q. And the name that was being discussed at
15 that time was Masters University; is that
16 correct?

17 A. I was bringing that to their attention, and
18 I believe that that is after our meeting
19 with the board.

20 Q. Were there any other names considered
21 around September 29th, 2005?

22 A. No.

23 MR. PECAU: Let's mark the next

Page 87

1 exhibit Exhibit 22.
2 (Exhibit 22 was marked for
3 identification.)

4 Q. Let me show you what's been marked as
5 Exhibit 22. Can you tell me what that is?

6 A. This is a board meeting conducted by the
7 board of regents on December the 16th,
8 2005.

9 Q. Is this the entire board of regents of
10 Regions University that's shown on Exhibit
11 22?

12 A. No, it's not the entire board.

13 Q. How many folks are missing?

14 A. How many what?

15 Q. How many people are missing?

16 A. I do not have that total. I could get you
17 the total.

18 Q. Who's Carl Barker?

19 A. Carl Barker has been on the board a long
20 time. He lived in Eclectic -- He lives in
21 Eclectic. He was -- been a long-time board
22 member.

23 Q. He's never been employed by Regions Bank,

1 has he, to your knowledge?

2 A. To my knowledge, I don't -- I'm not aware
3 that he was. He was president of the bank
4 of Eclectic, if I recall, and he's been out
5 of that position for a long time. And, in
6 fact, he's not doing well physically at
7 this time, and, in fact, he had ...

8 Q. Okay. On page RU-118 of Exhibit 22 --
9 that's the second page -- there's a
10 reference to Turner University. Around
11 December 16th, 2005, was Turner University
12 one of the names that were considered for
13 the new university?

14 A. It was mentioned. And as I have stated,
15 there are those who very much love and
16 appreciate my father and all of the
17 sacrifice that he had made through the
18 years.

19 Q. Who prepares the minutes of these board
20 meetings? Do you know?

21 A. Yes. Anita Crosby sits in our meetings,
22 and she does the final preparation.

23 Q. And at the beginning of each board meeting,

Page 89

1 the minutes of the prior board meeting are
2 approved, aren't they?

3 A. Yes.

4 Q. This document suggests that some folks
5 thought that Turner University would
6 suggest to others that Ted Turner was a
7 founder of the university; is that correct?

8 A. Well, the connotation of Ted Turner and his
9 lifestyle run amok with our university and
10 its Christian principles, and they worried
11 about that relationship.

12 Q. I mean, as far as you know, nobody has ever
13 thought that the Turner School of Theology
14 had any relationship to Ted Turner; is that
15 correct?

16 A. No. The Turner School of Theology is a
17 part of the university, and the Turner
18 School of Theology would not be construed
19 in that light to be Ted Turner.

20 Q. Why did anyone think that there might be a
21 connection of Ted Turner with a Turner
22 University whose main campus is in
23 Montgomery, Alabama?

Page 90

Page 92

A. Well, we're in 50 states. We have students in 50 states. Not just looking at Montgomery, Alabama.

Q. So why do you think people would think there is a connection with Ted Turner and a Turner University?

A. I don't know why they would, but I think that they think that -- you know, he's, you know, from Atlanta and well-known. I don't think he's living in Atlanta now, but ... it was just something that was mentioned.

Q. So you never took seriously, though, that somebody would be confused between Turner University and Ted Turner; is that correct?

A. Time takes care of a lot of things.

Q. But you never thought that anybody would really confuse Turner University with Ted Turner; isn't that correct?

A. I don't think I personally did.

Q. At this board meeting, the board voted to go ahead with Masters; is that correct?

A. Well, in this meeting, they made a motion

Q. And you attended that board meeting?

A. Yes.

Q. Page RU-34 --

MR. HUDSON: 34?

MR. PECAU: I'm sorry. 134.

MR. HUDSON: I'm looking at the wrong thing. I'm sorry.

Q. In this board meeting, were you given approval to choose when to officially make the name change to Masters University?

A. Yes.

Q. And then in the second -- well, the first full paragraph -- well, maybe it's the second paragraph. In the second paragraph on page RU-134 of Exhibit 23, it says, quote: We will not officially change our name until we have a trademark, end quote. What does that mean?

A. Do you want me to answer all of the sentence, or do you want me to answer just the last thing?

Q. Just the last sentence. What does it mean when it says we will not officially change

Page 91

Page 93

to seek to have Masters University trademark-registered, and I think that they were sitting back and making sure that maybe that could occur at this point in time. But that's all they gave. They didn't give the whole -- they didn't give everything that would come later.

Q. So basically, you were given the authority to get a registration for Masters University; is that correct?

A. That's correct.

Q. In addition to Masters University and Turner University, were there any other names that were discussed in this board meeting on December 16th, 2005 that you recall?

A. I'm not aware of any other names.

MR. HUDSON: Let's go to RU-133. (Exhibit 23 was marked for identification.)

Q. Let me show you Exhibit 23. Do you recognize that?

A. Board meeting of March 17, yes.

our name until we have a trademark?

A. Well, I think it just means what it means.

Q. Well, when you say we have a trademark, are you referring to the registration of a trademark or the use of a trademark? What does that mean?

A. I don't think at that time that we understood what we understand today about trademarks.

Q. So putting your mind back then, what do you think was meant when --

A. I would say that at the point that it would be registerable.

Q. And that's registerable -- I should be able to pronounce that. Do you mean that -- When you said that, it would be registerable, you mean registerable on the register of the patent and trademark office?

A. Yes. In other words, that the attorney would have at least put us up to the point that it would go for publication.

Q. And then before the official change, it was

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 94

Page 96

1 understood that you would change the signs
2 on the building; is that correct?
3 A. I think that that was just a general
4 discussion, that when we made the changes,
5 that we would try to have the sign and all
6 of the things done.
7 Q. So that before the official change, you
8 would change the sign on your building,
9 your e-mails, your advertising, et cetera?
10 A. I don't think that it was saying that we
11 would have everything done the day we
12 announced the name.
13 Q. But you would have some of those things
14 done --
15 A. Some of those things --
16 Q. She can't take both of us at the same
17 time. She can't take both of us at the
18 same time.
19 So are you finished answering the
20 question?
21 A. I'm sorry. Go ahead.
22 Q. I apologize as well. My question is, was
23 it the intent to change the sign on the

Page 95

1 building before the official name change?
2 A. No. I think our intent would be to get our
3 name done. The sign takes time to plan and
4 to draw and to get it done right.
5 We did proceed with getting the
6 e-mails, .edu e-mails kind of in order.
7 But other than that, that's all we did.
8 Q. What? Did you prepare any advertising for
9 the change to Masters University?
10 A. If we did, I'm not really aware of any
11 because we were just on a wait-see, and
12 there was no need to do something until we
13 kind of knew what we were going to -- what
14 was going to happen.
15 MR. PECAU: Let's mark this as
16 Exhibit 24, please.
17 (Exhibit 24 was marked for
18 identification.)
19 Q. Let me show you what's been marked as
20 Exhibit 24. Is this the resolution that
21 was adopted on March 17th, 2006 in
22 connection with the March 17, 2006 board
23 meeting?

1 A. This is the resolution that came as a
2 result of the board meeting on March 17.
3 Q. And was it the resolution of the board that
4 it believed that the use of Masters
5 University would increase its -- the
6 school's attractiveness to potential
7 students?
8 A. Well, I think that they would surely think
9 that they would hope so.
10 Q. And was it the board's belief that changing
11 the institution's name to Masters
12 University would assist the university in
13 projecting itself as a nationally-
14 recognized university of prominence?
15 MR. HUDSON: Are you reading
16 Exhibit 24?
17 MR. PECAU: Yes.
18 MR. HUDSON: I was trying to find
19 where you were reading from.
20 MR. PECAU: The third Whereas.
21 MR. HUDSON: Thanks.
22 A. You know, we're just talking about dreams
23 and beliefs --

Page 97

1 MR. HUDSON: He just asked you if
2 it says that.
3 A. Oh, did you ask does it say it? Yes, it
4 says it.
5 Q. Well, I asked you if it was the board's
6 belief that changing the institution's name
7 would also assist the university in
8 projecting itself as a nationally-
9 recognized university of prominence.
10 A. Yes, in time.
11 Q. Does the university -- Well, in 2006 when
12 this resolution was passed, did the
13 university attempt to project itself as a
14 nationally-recognized university of
15 prominence?
16 A. I don't think so. That comes in time.
17 Q. Well, today, does the university attempt to
18 project itself as a nationally-recognized
19 university of prominence?
20 A. I know that we are known in 50 states, and
21 I know that we are recognized in Iraq and
22 Germany and a lot of places. But to
23 compare it as a national research

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 106

1 and we had to re-file it, and so that
2 process had occurred at this time. And it
3 was just mentioned that this could be
4 another problem in this, so ...

5 And if you look at all of the 2006
6 Higher Education Directories, you observe a
7 lot of names there, and they have similar
8 names. Some will be a college with the
9 same first name and there will be others
10 who will have university, and so there will
11 be a lot of, you know, changes.

12 And so the 2006 Higher Education
13 Directory did note Masters College of
14 Bible.

15 Q. So you weren't concerned about the Masters
16 College of Bible as being too close to your
17 Masters University?

18 A. I don't think that it was determined so by
19 Jeff Foshee and John White back in December
20 of 2005.

21 Q. So the patent attorney that you refer to in
22 Washington, who was he?

23 A. That would be James Shlesinger.

Page 107

1 Q. Did he tell you that Masters Bible College
2 was a concern?

3 MR. HUDSON: Hold on just a
4 minute. Let's go off the
5 record.

6 (Off-the-record discussion.)

7 MR. PECAU: Let's go back on the
8 record and just say that we're
9 going to leave the question
10 pending, subject to a
11 determination of whether the
12 question falls within -- well,
13 the answer falls within the
14 attorney-client privilege.

15 MR. HUDSON: Sure.

16 Q. Now, it says here that -- on the last
17 sentence in the paragraph we were looking
18 at, under item 11, Masters University, the
19 last sentence --

20 A. Is this Exhibit 26?

21 Q. 25.

22 A. Okay.

23 Q. The last sentence says: This will probably

Page 108

1 add two months to the process. This will
2 delay our roll-out. Why would it delay the
3 roll-out of the name Masters University?

4 A. The descriptive nature of the trademark
5 attorney caused us some real concerns and,
6 also, the concern of Masters College of
7 Bible, and so we just -- it was just simply
8 a statement that this was going to be a
9 delay.

10 Q. Okay. At some point, you decided to choose
11 another name; is that correct?

12 A. That is correct.

13 Q. And what caused that determination to
14 choose another name?

15 A. I'm going to let you repeat it again.

16 Q. Actually, I'll show you another exhibit and
17 ask you another question.

18 MR. PECAU: Let's mark this as 27.
19 (Exhibit 27 was marked for
20 identification.)

21 Q. Let me show you what's been marked as
22 Exhibit 27. Do you see that, and can you
23 tell me what that is?

Page 109

1 A. I'll just read it. There was a discussion
2 concerning Masters University. It was
3 reported that we were about to announce the
4 name change about a week ago. It was then
5 brought to the attention of our trademark
6 attorney that there was a Masters College
7 of Bible. Our trademark attorney, Jim
8 Shlesinger, recommended that we not change
9 to Masters University. He indicated that
10 they could contest it and that could pose a
11 serious problem.

12 Q. Is that what happened?

13 A. Yes.

14 Q. And this was a meeting of July 27th, 2006;
15 is that correct?

16 A. That's correct.

17 Q. Is this approximately when the real concern
18 about Masters University arose?

19 A. It had occurred approximately two weeks
20 before that, and I'm saying approximately.

21 Q. Okay. It says here it was then -- Who
22 brought it to your -- to Mr. Shlesinger's
23 attention that there was a Masters College

Page 110

1 of Bible?

2 A. I did.

3 Q. And how did you find out there was a
4 Masters College of Bible?

5 A. I was aware of it. I was aware of it from
6 the beginning. And that is in the 2006
7 Higher Education -- they're listed there.

8 But as you go through and you look at
9 all of the higher educations, there's --
10 let's just take, for instance, Heritage.

11 There's a Heritage University, a Heritage
12 College, a Heritage Christian University.

13 There's a Lincoln College; there's a
14 Lincoln University. There are schools that
15 have the same name that exist in the United
16 States that are not the same institution.

17 And so, you know, this is just a
18 concept. And at the point of this -- and I
19 want to emphasize that Jim Shlesinger was
20 not in the beginning at all involved in
21 Masters University. This was with Jeff
22 Foshee and John White. He was not
23 involved.

Page 111

1 We were about to announce the roll-out,
2 and he just mentioned, you know, hey, this
3 is something that you might would want to
4 look at. And it was at that point and the
5 description that we said enough is enough.

6 Q. And then what did you decide to do?

7 A. Look at some more possible names.

8 Q. And what were the names that you came up
9 with?

10 A. I have listed them. I think they're
11 available, the names that came up that were
12 mentioned -- that were considered:
13 Graystone, Providence, Regions, Regal.
14 You'll have to give me a document. I'll
15 have to have some help with some of the
16 names. It's listed in the interrogatories.

17 MR. HUDSON: Based on the
18 understanding that you-all
19 will not contend that's a
20 waiver of the attorney-client
21 privilege with regard to
22 communications between
23 Mr. Shlesinger and Dr. Turner

Page 112

1 concerning Masters

2 University -- or that topic

3 will not constitute or be

4 contended to constitute a

5 waiver of any other aspect of

6 attorney-client privilege,

7 we'll let him go ahead and

8 answer about communications

9 with Mr. Shlesinger.

10 MR. PECAU: That's understood.

11 Q. Let me show you the answers to
12 defendant's -- to plaintiff's first set of
13 interrogatories, and in particular I'm
14 going to show you the response --

15 A. Royal was one of them.

16 MR. HUDSON: He's going to show
17 you the list.

18 Q. I'm just going to show this to you to
19 refresh your recollection. I'm not going
20 to put it into evidence.

21 A. Okay. These listed are Masters, Rex
22 University, Turner University, Regions
23 University, Graystone University, Royal

Page 113

1 University, Providence University, and
2 Regal University.

3 Q. Did you come up with all these names?

4 A. Providence -- not Providence. Graystone
5 was mentioned by somebody else. I never
6 liked it.

7 Q. And the other --

8 A. All of these others were names that I kind
9 of favorably considered and, you know,
10 those -- these were the primary ones.

11 Q. Okay. So Rex University, what was the
12 benefit of that name?

13 A. Well, it's the name of my father who is a
14 founder of the school, so that's why Rex
15 University.

16 Q. Does it have any Christian connotation that
17 was favorable?

18 A. Only a founder's relationship that I know
19 of. Of course, the name Rex in Latin means
20 king, but it has -- only from the founder,
21 and the same would be true of Turner
22 University.

23 Q. And neither one of those has any

Page 114

1 geographical connotation, does it?
 2 A. I'm not aware that they do.
 3 Q. And Graystone, was there any favorable
 4 connotation to that?
 5 A. No. I thought of a housing project with
 6 Graystone.
 7 Q. And Royal University, what was the
 8 favorable connotation about that?
 9 A. There were some R's that came up, if I
 10 can -- there were some R's that came up.
 11 In Royal and Regal and Regions, those names
 12 came up and were looked at from meanings.
 13 Regal and Royal and Regions all have some
 14 emphasis, you know, of prominence.
 15 Q. What do you mean by some emphasis of
 16 prominence?
 17 A. I'm sorry. I have forgotten the exact
 18 meanings of each one, but Regal has a good
 19 connotation from the dictionary. Royal
 20 would have a good connotation. Regions
 21 expresses the theme of our Christian calls
 22 of going into all the world or into all the
 23 regions of the world.

Page 115

1 Q. Did you consider Region alone?
 2 A. I don't recollect doing so. I did a
 3 trademark search and saw that there were --
 4 you know, if you do Region, you see a lot.
 5 I remember when you do Regions, you see a
 6 good bit, and as I remember, you know, 300
 7 and something. I can't remember the
 8 totals, but ...
 9 Q. Why didn't you consider Region alone?
 10 A. I think Regions expressed the fact that we
 11 would go into all regions of the world, and
 12 it would be many and not one. And when you
 13 begin to think about the 50 states, those
 14 would be regions. Then when you think
 15 about it nationwide, then you're thinking
 16 about the United States of America and
 17 Canada and Mexico, then those would be
 18 regions. And the word regions has a far
 19 extensive viewpoint and meaning with the
 20 'S' on it.
 21 Q. So as far as you're concerned, the
 22 difference between regions and region or
 23 regions and regional is significant?

Page 116

1 MR. HUDSON: Object to the form.
 2 A. Regions better expresses the totality of
 3 the world. Region would express maybe a
 4 location and not the totality. That's to
 5 my way of thinking. Now, I could be wrong,
 6 but I don't think I am.
 7 Q. And regional would have the same problem
 8 that region alone would have in terms of
 9 the connotation that you refer to?
 10 A. I don't think regional was ever considered.
 11 Q. Okay. You said you did a search. What
 12 kind of search did you do?
 13 A. Well, I'll tell you. I depended on other
 14 people doing this, and I just got to the
 15 point and I'm having to look at it -- we
 16 should have already changed our name seven
 17 or eight months ago.
 18 And I just had a practice. Just went
 19 in -- I was going through that Higher
 20 Education -- 2006 Higher Education
 21 Directory looking at names. Then I would
 22 go out and I would do a check of the U.S.
 23 Patent and Trademark Office on those names,

Page 117

1 which I did on all of those listed, and see
 2 the availability of trademarks in the area
 3 of the total name, like Regal University or
 4 Regions University.
 5 To my knowledge, I did not, except for
 6 Regal -- let me see the list if you don't
 7 mind. Except for Regal, I did not find a
 8 single trademark of these others, such as
 9 Providence University or such as Royal
 10 University, so I did not find those
 11 trademarks -- or Regions University or
 12 Turner University or Rex University or
 13 Masters.
 14 Q. Did you limit your search just to Regions
 15 University?
 16 A. (Shakes head from side to side.)
 17 Q. Did you look for Regions alone?
 18 A. I looked at all of them. I looked at
 19 Region. I looked at Regions.
 20 Q. And when you were looking at Regions, did
 21 you see any other marks that appeared just
 22 with the word Regions in it?
 23 A. I think I'm going to need for you to --

Page 118

1 because we're talking about trademarks, I
 2 need for you to --
 3 Q. You said you did a search on the United
 4 States Patent and Trademark Office Web
 5 site.
 6 A. Yes, online.
 7 Q. Did you type in the word Regions alone to
 8 see what would come up?
 9 A. Yes.
 10 Q. And did any other names come up?
 11 A. Sure, about 300 -- I want to say about 300
 12 names. I could be totally wrong by 300.
 13 Q. With the word Regions alone?
 14 A. Had Regions and had another additional
 15 part, like Regions Cafe, Regions Hospital,
 16 Regions Air, denoting a different service.
 17 Regions ...
 18 I'm sorry. I'm kind of blank at this
 19 point. I'll think of another one at
 20 another time.
 21 Q. Did you keep a copy of this search that you
 22 did?
 23 A. I did a check, and to my recollection I did

Page 119

1 not print out a copy.
 2 Q. All right. Now, in addition to doing that,
 3 did you check, for example, the White
 4 Pages, the Montgomery White Pages, the
 5 telephone directory to see if there were
 6 any other Regions business names?
 7 A. I didn't -- I didn't check any -- the White
 8 Pages.
 9 Q. Now, when you first thought of the name
 10 Regions, did you talk to anybody about it
 11 prior to this July 27th meeting?
 12 A. The most significant person that I talked
 13 to was James Shlesinger.
 14 Q. Well, did you talk to anyone other than
 15 Mr. Shlesinger about the name Regions prior
 16 to this July 27th meeting?
 17 A. No one of the committee of the policy
 18 review team that I recall or recollect.
 19 Q. Other than Regions, a financial --
 20 A. Now, that's the committee members.
 21 MR. HUDSON: He asked you who you
 22 talked to. Tell him who you
 23 talked to.

Page 120

1 A. I talked to my wife and I talked to my
 2 sister, and that's about the only two
 3 people I remember talking to.
 4 Q. Okay.
 5 A. And my sister happened to be there because
 6 my mother-in-law had just passed away and
 7 we had buried her that week. Aleta Parker
 8 was her name.
 9 Q. Aside from Regions, the financial
 10 institution, back on July 27th, 2006, were
 11 you aware of any other use of the name
 12 Regions with the plural by any other
 13 business or institution?
 14 A. Prior to July 27th?
 15 Q. Yeah.
 16 A. Are you just saying Regions, or are you
 17 describing a service?
 18 Q. Regions. Regions.
 19 A. I remember a Regions For Wine.
 20 Q. And what was that?
 21 A. It's a registration out there. I don't
 22 know if they have put it into use, but it's
 23 gone all the way through opposition as I

Page 121

1 understand it.
 2 Q. What I'm asking you is, were you aware of
 3 any business institution actually using the
 4 name Regions as part of its name or its
 5 trademark prior to July 27th, 2006 other
 6 than the Regions financial institution?
 7 A. Well, I would think it's a fair
 8 statement --
 9 COURT REPORTER: I'm sorry?
 10 THE WITNESS: Huh?
 11 MR. HUDSON: Wait. Let me look at
 12 that question.
 13 A. When we talk about --
 14 MR. HUDSON: Wait just a minute.
 15 Okay. Go ahead.
 16 MR. PECAU: Do you want to restate
 17 the question? It's been a
 18 little bit --
 19 MR. HUDSON: I was just --
 20 MR. PECAU: No, that's all right.
 21 MR. HUDSON: The question excluded
 22 the bank, and I thought that's
 23 what you were doing. I just

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 130

Page 132

1 Q. Okay.

2 A. I don't know if he does patents or not, but
3 I consider him a trademark attorney.

4 Q. Now, were you the person at -- I guess it
5 was Southern Christian University then who
6 was dealing directly with Mr. Shlesinger?

7 A. I'm not the only one who has talked to
8 Mr. Shlesinger. Dr. White has talked with
9 him, but I am the one that specifically
10 called him on Monday morning relative to
11 this document, 28, that -- and which I
12 asked him to give me a written opinion of
13 Turner University, Rex University, and
14 Regions University. And this is his
15 response on Thursday morning of July the
16 27th.

17 Q. So you called him up on Monday morning of
18 that week?

19 A. Yes.

20 Q. Okay. And you gave him those three names?

21 A. Yes.

22 Q. Had you dealt with Mr. Shlesinger
23 beforehand?

1 A. I just -- I mean, as an institution, I knew
2 that we needed to change our name.

3 Q. Okay. Did you call Mr. Shlesinger
4 directly?

5 A. Yes.

6 Q. Okay. And what did you tell him that
7 Monday morning?

8 A. I just simply called and said I have made a
9 review of these marks -- I said marks. I
10 have made a review of these names, and when
11 I'm talking about names, I'm talking about
12 university: Turner University, Rex
13 University, and Regions University. And I
14 would like for him to give us a trademark
15 opinion.

16 Q. Opinion as to what?

17 A. As to the registerability of these names.

18 Q. Did you ask him to do a search?

19 A. What do you mean by -- or how do you define
20 search?

21 Q. Did you ask him to search whether the mark
22 was available?

23 A. Yes.

Page 131

Page 133

1 MR. HUDSON: I think he's asking
2 about whether the university
3 had or not.

4 A. Well, I'll just go back and put in a
5 capsule. He originally did Southern
6 Christian University trademark for us. And
7 we had some discussions relative to Masters
8 University, nothing in writing, because
9 most all that work was done by Jeff Foshee
10 and Dr. White. And it was on that Monday
11 morning that I called him and asked him to
12 do this review for us.

13 Q. So did you in around July 27, 2006, feel a
14 lot of pressure to choose a name? You said
15 you were a couple of months behind in
16 choosing a name.

17 MR. HUDSON: Object to the form.

18 A. Well, we needed to have changed our name
19 seven months before, and so this was a
20 means by which to try to resolve the issue.

21 Q. So you did feel some time pressure to
22 choose a name; is that correct?

23 MR. HUDSON: Object to the form.

1 Q. Did he tell you that there are different
2 kinds of searches that could be done?

3 A. We did not go into that.

4 Q. Did you ask him just to search the Patent
5 and Trademark Office records?

6 A. I think it was understood that he knew that
7 we were trying to change our name. He knew
8 the impact of such a decision, and I was
9 expecting him to do whatever appropriate
10 search that he was supposed to do to give
11 me some kind of definitive statement as to
12 the registerability of that.

13 Q. Did he ask you if you wanted to do -- have
14 a search conducted of uses of the marks
15 that -- of the marks that might not be
16 registered?

17 A. I think you're going to have to explain
18 that a little bit from your trademark
19 background for my lack of knowledge.

20 Q. It's possible to search marks in addition
21 to marks that are registered. It's often
22 done. Did he suggest to you that you
23 should do a search of marks that weren't

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 134

Page 136

1 registered?

2 A. Give me an example.

3 Q. Well, Masters Bible College is not a
4 registered mark. There are means of
5 searching marks that aren't registered
6 marks. Did you ask him to do that kind of
7 search?

8 A. I do not recollect any discussion of that.
9 I think he understood the import because of
10 the names and the potential thereof, and so
11 that's all I know. That's all I can speak
12 to.

13 Q. Do you recall discussing with him the price
14 of different kinds of searches?

15 A. You know, I don't -- he told me
16 approximately about how much it would be.
17 But, you know, I don't even -- I never saw
18 the bill. I do not know how much he
19 charged and ...

20 Q. Did you tell him that there was a time
21 limit when you needed his opinion by?

22 A. I did not give him a timeline.

23 Q. Prior to talking to Mr. Shlesinger, did you

Page 135

1 talk to any of the other administrators
2 about these three names?

3 A. Well, obviously, Turner and Rex have been
4 out there and have been understood out
5 there and have been out there for -- you
6 know, but I don't know that --

7 Now, Turner University has been, but
8 Rex University, in no special way had it
9 really been discussed because it was not
10 even up for consideration, and the same is
11 true of Regions.

12 Q. So do you recall discussing with anyone
13 prior to speaking to Mr. Shlesinger
14 about -- I mean, in addition to your wife
15 and your sister about the possibility of
16 adopting Regions as a mark?

17 A. No, I did not talk to anybody else.

18 Q. Did your wife or your sister mention the
19 bank when you said the name Regions
20 University?

21 A. I do not recollect. I don't recollect that
22 they did. They may have, but they -- I
23 don't recollect that.

1 Q. When you spoke to -- Now, you know Regions
2 is the largest bank in Montgomery, right?

3 A. Well, I didn't know that personally. No
4 one has told me that. Colonial has a
5 mighty big presence here in this city with
6 their having their headquarters here. I
7 know that Regions is prominent, but I also
8 know that there are other banks here that
9 are just as prominent as well.

10 Q. Prior to speaking to Mr. Shlesinger, do you
11 remember in that summer, stories on
12 television and in newspapers about the
13 merger of AmSouth and Regions?

14 A. Yes, I knew about that, and I also -- you
15 need to know that I said to Mr. Shlesinger
16 on that Monday morning, there is a Regions
17 Bank here.

18 Q. So you made him aware that Regions was a
19 prominent bank in your community?

20 A. I didn't say --

21 MR. HUDSON: Object to the form of
22 the question.

23 A. I didn't say prominent. I just said

Page 137

1 there's a Regions Bank.

2 Q. Did you describe how big Regions was to
3 Mr. Shlesinger at all?

4 A. Huh-uh. (Negative response.)

5 Q. Did he ask you anything about the bank?

6 A. Well, his comment was, well, I don't know
7 anything about them up here in Virginia.

8 Q. So what did you tell him about people's
9 knowledge of Regions in Montgomery?

10 A. That was not discussed.

11 Q. Well, did you tell him it was a well-known
12 bank in Alabama?

13 A. Regions Bank, Regions University, Troy
14 Bank & Trust, Troy University, Tuskegee
15 University, First Tuskegee Savings, Regal
16 Bank, Regal University -- it's service, and
17 those are my concepts.

18 Q. Did you tell him that Regions was a
19 well-known bank in Alabama when you spoke
20 to him?

21 A. No, I just said there's a Regions Bank.

22 Q. So as far as you know, Mr. Shlesinger
23 didn't know that Regions was the largest

Page 162

1 objected to it; is that correct?

2 A. This day and time with litigation, you
3 would never know what somebody would
4 oppose.

5 Q. All right. Now, you sent out the next --
6 was it the next week you sent out a letter
7 to -- an e-mail to the students?

8 A. Yes, approximately. I can't remember what
9 date, but it was the next week.

10 Q. And before that, you had a meeting of the
11 executive leadership team; is that correct?

12 A. The executive leadership team, if I recall
13 correctly, met on a Monday morning.

14 Q. Let me show you what's been marked as
15 Exhibit 32.

16 A. Of course, you understand this is before we
17 officially changed our name on the 2nd
18 because the board gave me the authority to
19 change the name; in other words, at the
20 point that I so chose.

21 In other words, they made the decision
22 on the 28th for Regions University,
23 formerly Southern Christian, but they gave

Page 163

1 me the authority to announce when. It
2 could have been another week. It could
3 have been another two weeks.

4 Q. All right.

5 A. And this meeting here was a meeting of our
6 executive leadership team, which is the
7 president's cabinet, and we were having a
8 meeting that morning.

9 Q. So basically the meetings that you had were
10 on July 27th, you had the meeting of --

11 A. Policy review team.

12 Q. Right. And then on July 28th, you had the
13 meeting of the board of directors?

14 A. Board of regents.

15 Q. Board of regents.

16 And then on July 31st, you had your
17 executive leadership team; is that correct?

18 A. That is exactly correct.

19 Q. And there are six -- seven people on the
20 executive leadership team, is that correct,
21 or six?

22 A. Yes.

23 Q. Six people?

Page 164

1 A. Yes.

2 Q. All right. And there was -- the meeting
3 was all about Regions University, right?

4 A. Yes, it was. We were -- I was informing
5 them of the board's decision on that
6 Friday.

7 Q. Now, somebody mentioned Regions Bank in
8 that meeting; is that correct?

9 A. That is correct. Dr. Stanley Patterson,
10 who is the vice-president of academic
11 affairs, alluded to the fact that he
12 thought that there was a Regions University
13 within the bank, internal within the bank.

14 Q. At least some people knew about Regions
15 University outside the bank; is that
16 correct?

17 MR. HUDSON: Object to the form.

18 A. That's confusing. What do you mean outside
19 the bank?

20 Q. Well, Dr. Patterson isn't a member of
21 Regions Bank, is he?

22 A. I don't know. He is the vice-president of
23 academic affairs.

Page 165

1 Q. And he was aware of Regions University of
2 the bank?

3 A. He was the -- a dean at Trenholm here in
4 town before he came -- became
5 vice-president of academic affairs with
6 us. And he received an employment
7 application from somebody from Regions
8 Bank, and they put on there that they had
9 attended Regions University.

10 He became alarmed by that because he
11 didn't know anything about a Regions
12 University. And, of course, here he is as
13 dean looking at an application or a resume
14 with Regions University on it and he's
15 saying, well, now, how is this like a
16 University of Alabama or an Auburn
17 University or a Troy University?

18 And so then he has to go back to this
19 person who made the application, and he
20 then discovers that it's an internal thing
21 and not an accredited university.

22 Q. So he was aware of Regions University at
23 that point?

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 166

1 A. We were all made aware at that point.
 2 Q. Did he get the resume that day?
 3 A. Well, he had -- you understand, he had
 4 worked prior at Trenholm, formerly
 5 Patterson Tech here in town. He was a dean
 6 for a long time. And he retired from the
 7 State and came with us and has been an
 8 excellent vice-president of academic
 9 affairs. Probably one of the best
 10 decisions I've ever made.
 11 Q. So he was aware of Regions University from
 12 his other employment is what you're saying?
 13 A. That's exactly right.
 14 Q. And then at this meeting, everybody knew
 15 who Regions Bank was, didn't they, at the
 16 meeting?
 17 A. Sure. Everybody knows who Regions Bank is.
 18 Q. And he said that Regions Bank had an
 19 internal Regions University?
 20 A. He just said, folks, I have remembered --
 21 and this is the first time he had mentioned
 22 it. Said, this is my remembrance, and so
 23 he said that -- I think there's a Regions

Page 167

1 University within the bank.
 2 Q. Now, did he tell it to you in this meeting
 3 or did he tell it to you before July 31st?
 4 A. No, sir. He told us at this meeting, and
 5 there was no mention at all and there was
 6 no effort on his part to keep it from us.
 7 Q. Now, the next paragraph says: Dr. White --
 8 And what's Dr. White's position at the
 9 university?
 10 A. He is the director for institutional
 11 research.
 12 Q. Dr. White contacted the trademark
 13 attorney's office to ensure that this would
 14 not pose a problem.
 15 Now, the trademark attorney's office is
 16 Mr. Shlesinger?
 17 A. Yes.
 18 Q. Did he contact him during the meeting?
 19 A. No, he did not, but he contacted -- if you
 20 want the complete explanation, James
 21 Shlesinger left on that Friday to go on
 22 vacation. Dan Earl, who is also in that
 23 attorney's office, he said if there's any

Page 168

1 contact that needed to be made, contact Dan
 2 Earl.
 3 And so I asked Dr. White, I said, would
 4 you please get in touch with Dan Earl in
 5 the office and bring this to him.
 6 Q. Okay. Now, you contact --
 7 A. Dr. White made the contact. I didn't.
 8 Q. I'm just trying to get the timing here. So
 9 you have this -- so you had the meeting,
 10 and then it was part of the meeting you
 11 guys told Dr. White to contact the
 12 trademarks attorney to ensure that Regions
 13 University would not pose a problem to your
 14 adoption of Regions University?
 15 A. That's right.
 16 Q. And did he do that?
 17 A. I asked him -- yes, he did.
 18 Q. And what did he tell you?
 19 A. He contacted Dan Earl. From just my
 20 knowledge of the events, Dan Earl checked
 21 Regions Bank's Web site. He could not find
 22 anything of Regions University at all on
 23 the Web site. And after a complete review

Page 169

1 by him, then on the following day he called
 2 us and he said that this is internal within
 3 the bank; therefore, this would not pose a
 4 registration issue.
 5 Q. Now, when you said he called the next day,
 6 that was on August 1st he called?
 7 A. That would have been Tuesday. What day
 8 would that have been?
 9 Q. This meeting was July 31st.
 10 A. That's a Monday.
 11 Q. So Earl called you on --
 12 A. Right. He got back with us on the next
 13 day, which is the 1st.
 14 MR. HUDSON: Is this a good time
 15 to take a short break?
 16 MR. PECAU: Yes.
 17 (Brief recess was taken.)
 18 (Exhibits 33 and 34 were marked for
 19 identification.)
 20 Q. Dr. Turner, I want to show you what's been
 21 marked as Exhibit 33. Is that the first
 22 public announcement of the name change?
 23 A. No, sir.

Page 170

1 Q. What was the first public announcement?

2 A. The day we changed our name, we told
3 everybody there at the school that we had
4 changed our name. And we started giving
5 instructions to -- We started brochures and
6 started disseminating that information out,
7 even told our phone operators to begin to
8 answer Regions University, formerly
9 Southern Christian University.

10 And then at the appropriate time -- you
11 understand that here we are, and there was
12 not a whole lot of planning in every
13 process that we were able to do, to go and
14 the day you announce something, everything
15 is all done. But we did make sure that we
16 had an in-use trademark on the 2nd.

17 Q. All right. Now, with respect to August
18 2nd, you said -- how did you make the
19 announcement at the school? I mean, there
20 are not many folks at the school, are
21 there?

22 A. Not that many, but, you know, we started
23 making the announcement. I don't know that

Page 171

1 there's a rule of how many people at one
2 time.

3 Q. In terms of the students, was August 8th
4 the first time that the students were -- I
5 mean, a wide group of the students that you
6 have were told about the change of name?

7 A. It was the day that everybody that was
8 enrolled got the official announcement.
9 Many of them already knew through various
10 means, but it was the day in which that was
11 sent out. Let's see. That was on August
12 the 8th. I can't remember. Was that on a
13 Tuesday or a Wednesday? I can't recall.

14 Q. Wednesday.

15 A. Wednesday?

16 Q. And the first bit of confusion occurred on
17 August 9th; is that right?

18 MR. HUDSON: Object to the form of
19 the question.

20 A. I think you would have to produce whatever
21 documents you have. I did not deal with
22 that, and I'm not so sure there was
23 confusion as much as there was affiliation

Page 172

1 concerns as between, you know, is Regions
2 University in some way affiliated. Other
3 than that, as far as confusion --

4 There was ample distinction between
5 university and a bank. But all I can do is
6 refer you to the documents as to what
7 actually happened. If you want to pull
8 those out, we'll be glad to discuss those.

9 MR. PECAU: Do you want to mark
10 that as Exhibit 35, please.

11 (Exhibit 35 was marked for
12 identification.)

13 Q. Let me show you what's been marked as
14 Exhibit 35. Do you know who Dr. Wilson
15 Luquire is?

16 A. Yes, sir, I know him real well.

17 Q. Who is he?

18 A. I don't know if he is the dean, but he is
19 at the University of Alabama in
20 Huntsville.

21 Regions University has a contract with
22 UAH. We are able to provide through our
23 contract with them and other contracts we

Page 173

1 have -- particularly, we have a contract
2 with Brigham Young University, and we
3 provide over 10 million books accessible to
4 our students. And he knew and -- He was
5 giggling us if you want to know the truth.

6 Q. Now, you sent him -- he's replying to an
7 e-mail that you sent him; is that correct?

8 A. Well, we informed him of our name change
9 because, understand, when you come into our
10 Web site, if you click on university, that
11 portion was prepared by the University of
12 Alabama-Huntsville, prepared in-house by
13 them. And we have a contract that we pay
14 them on an annual basis. So they had to
15 change it from Southern Christian
16 University to Regions University. And you
17 would just have to know Dr. Luquire.

18 Q. At the end, he says --

19 A. But let me say this. He knows the
20 difference in an accredited university. He
21 knows that we're accredited with the
22 Southern Association of Colleges and
23 Schools. In fact, we went through a year

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 178

Page 180

1 is an employee of UAH, and that's his
2 e-mail.

3 Q. And who did he send the e-mail to?

4 A. Well, David's comments are at 3:37, I
5 assume, on the 9th, and Dr. Luquire's is
6 3:59.

7 So David -- And I do not deal with
8 David Moore. Dr. White does. And he was
9 informing them of the name change and that
10 we need to get Regions University on that
11 portion of our Web site that deals with the
12 library.

13 Q. Shouldn't --

14 A. And all I can say is what's here, because I
15 made no -- I had no contact at all with
16 Wilson Luquire or with David. And I'm sure
17 Dr. White had contact with David, and I
18 doubt if he did with Daniel, but he may
19 have had some with Daniel to work up the
20 site. But that's basically what it had to
21 do with.

22 Q. Did Dr. White forward you this e-mail from
23 David Moore?

1 will do. They'll come up and tell you, oh,
2 y'all must have gotten some money or
3 something. And they know good and well
4 that Regions Bank is one thing and Regions
5 University, an accredited school, is
6 another. They love to put a pin in you.

7 Q. So some people have come up to you and
8 kidded you that Regions Bank must have
9 given you some money and that's why you
10 chose the name?

11 A. Well, you know, it has occurred in one --
12 one or two occasions.

13 Q. Well, why don't you tell me about those
14 occasions. Do you recall --

15 A. I don't remember any. That's exactly what
16 he's doing right here, Dr. Luquire is.

17 Q. That's what you're inferring?

18 A. That's what I read into it.

19 Q. Incidentally, in the year prior to August
20 2, 2006, Southern Christian University, did
21 it have any TV advertising?

22 A. Prior to when?

23 Q. August 2, 2006.

Page 179

Page 181

1 A. I don't know. Evidently, I received --
2 let's see here. There's several people
3 involved up there, copies to. You know,
4 that was all sent to those people. And I
5 got this. I remember seeing it. But I'm
6 just telling you that I did not respond to
7 Dr. Luquire or to David.

8 Q. Now, is this e-mail from David Moore the
9 first one that raised a possible conflict
10 with the Regions financial institution?

11 A. I don't know. I don't know who -- who did
12 what first. We would have to ask them or
13 ask Dr. White as to the process by which
14 this was done.

15 Q. Now, in your conversations with people
16 explaining to them that you're adopting
17 this new Regions University name, did any
18 folks inquire as to affiliation between
19 Regions University and Regions, the
20 financial institution that you recall?

21 A. Not other than the documentation that we
22 have given you that I am aware of any
23 affiliation. People -- You know how people

1 A. What kind of TV advertising?

2 Q. You know, like a 60-second TV commercial
3 saying come to Southern Christian
4 University.

5 A. I'm sure we had commercials. Let's see.
6 At this time, we were probably letting --
7 we had let the contracts for the fall. In
8 other words, we were in that process of --
9 and they were already playing at that
10 time. I would say, yes, we were playing
11 Southern Christian University ads.

12 Q. So you had Southern Christian University
13 television ads?

14 A. Yes.

15 Q. Did you have Southern Christian University
16 radio ads in 2005 and 2006?

17 A. I really do not know. I could be wrong. I
18 do not think so, but we kind of have a
19 general feel -- most of the time, it is
20 television ads, certain print ads.

21 And I know that it has been the
22 position of the advertising group that they
23 prefer the TV ads over the radio ads,

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 190

1 happy to have students from various
2 religious backgrounds enrolled in our
3 courses.
4 Q. Let me show you what's been marked as
5 Exhibit 34. Do you recognize this Exhibit
6 34?
7 A. Yes, I do.
8 Q. Did you write this?
9 A. Yes, I did. I did write it. I had some
10 people to correct it for grammar, but I
11 wrote the letter.
12 Q. Okay. And you sent this out on August
13 16th, '07?
14 A. That is correct.
15 Q. And then on August 18th -- I'm sorry.
16 August 16th, '06 you sent it out; is that
17 correct?
18 A. Yes, 16th of August.
19 Q. And then on August 18th, you got the first
20 protest letter from Regions; is that
21 correct?
22 A. That doesn't measure up in time.
23 (Exhibit 37 was marked for

Page 191

1 identification.)
2 A. Okay. Up at the top here, I believe that
3 it was delivered on August the 20th, that
4 evening, but I do not know why it was
5 delivered at the phones. It was not opened
6 until August the 21st, that morning of the
7 21st.
8 Q. So the day you got it and you opened it and
9 looked at it, it was --
10 A. August the 21st, yes.
11 Q. Now, prior to getting this letter, do you
12 recall getting any phone calls from any
13 people asking about affiliation between
14 Regions University and Regions?
15 A. No, sir. We have given you, I think, the
16 documentation on communication, and I don't
17 have it in front of me. And I'd rather
18 that that documentation speak ...
19 Q. Okay. Interrogatory number 13 asked for
20 each instance in which a person directed a
21 communication meant for Regions, the
22 defendant, who inquired as to the
23 relationship, association, or connection of

Page 192

1 Regions or Regions' mark, service or
2 business of Regions with defendant or its
3 businesses or services and each person
4 having knowledge thereof.
5 It refers to a telephone call
6 concerning degree programs and inquiring as
7 to affiliation of university with Regions
8 Bank. Do you see that? And your name is
9 identified as a person having knowledge of
10 that telephone call.
11 A. Well, only knowledge in that somebody else
12 told me about it.
13 Q. So somebody else told you about that
14 telephone call?
15 A. I mean, I didn't get the call.
16 Q. All right.
17 A. And, in fact -- Go ahead. I'm sorry.
18 Q. And what do you recall about what you were
19 told about that telephone call?
20 A. They called about the degree programs and
21 they just wanted to ask if there was any
22 affiliation with Regions Bank. They did
23 not call and say, is this Regions Bank?

Page 193

1 Q. All right. Now, are you aware of any other
2 telephone calls to Regions University
3 asking about an affiliation between Regions
4 Bank and Regions University?
5 A. I think we have disclosed everything to
6 you. I'd rather that that disclosure be
7 what we've said.
8 Q. Well, I understand the preference, sir, but
9 I'm asking you in addition to that
10 telephone call that's referred to there,
11 are you aware of any other telephone calls
12 to Regions University that asked about an
13 affiliation between Regions University and
14 Regions, the financial institution?
15 A. I'm not aware of any. There may have been
16 some. I'm not aware of any. But there's a
17 lot of difference between somebody asking
18 about an affiliation and somebody confusing
19 that this is a bank. And nobody to my
20 knowledge has called us and asked us, how
21 much is in my checking account?
22 Q. All right. Actually, I'm more interested
23 in the question, in any -- let me go back.

Deposition of Rex Turner, Ed.D.

May 15, 2007

Page 222

1 was a mock-up. Now you're
2 telling me something
3 different.

4 THE WITNESS: I'm still talking
5 about the first one.

6 MR. HUDSON: Okay. I'm sorry.

7 A. I mean, the only one that we have done is
8 the first one.

9 Q. So the first page of Exhibit 44 is what
10 folks sometimes call a photoboard; is that
11 correct?

12 A. It is a photoboard.

13 Q. And it's a photoboard of a commercial that
14 Regions University ran; is that correct?

15 A. That's right. The pictures -- of course,
16 the world, the world turning, all of that
17 is there, but these pictures that are on
18 the photoboard are not exactly as it
19 appeared on the commercial.

20 This was just -- the words were checked
21 and I think the words are -- they may have
22 been in some way changed, but other than
23 that, I don't think they were. There may

Page 223

1 have been slight variations of words on the
2 first one.

3 Q. Now, the storyboard -- the storyboard for
4 this TV commercial -- you said there's only
5 one actual television commercial.

6 A. That has been produced and advertised.

7 Q. How much does the production of this
8 commercial shown in Exhibit 44 cost,
9 approximately?

10 A. I do not know that. We have reported that
11 to you. We've given you -- I've looked
12 through the documentation. We've given you
13 the bills and the basic cost of what those
14 things cost.

15 Q. So as you're sitting here now, you don't
16 know approximately how much --

17 A. I don't know how much that cost to do
18 that. I know that there was some special
19 work that was done to create that world to
20 evolve, and it was sent off somewhere
21 else. I thought I noticed a bill for it
22 when I was looking at some of the
23 documents.

Page 224

1 Q. In Exhibit 44, there's no mention of a
2 Christian university as describing Regions
3 University. What's the reason for that?

4 A. Well, these were -- these were layouts
5 here. But on the one that actually is
6 played, it has a Christian university on
7 the back slide.

8 Q. On the last panel?

9 A. Yes.

10 Q. Do you know how long that panel is showed,
11 how many seconds?

12 A. I don't know. You're talking about 30
13 seconds for the whole thing, and it's the
14 last one.

15 Q. So it would just be a couple of seconds?

16 MR. HUDSON: Object to the form.

17 Q. Is there anything in the voice-over that
18 refers to Regions University as a Christian
19 university?

20 A. I don't think that it does. It conveys
21 it -- a lot of times we have to do that
22 because you just cannot get all the words
23 in.

Page 225

1 Q. Is there any reference to Southern
2 Christian University in Exhibit 44?

3 A. No, not that I'm aware of.

4 Q. Is there a reason why there isn't any
5 reference to Southern Christian University
6 in Exhibit 44?

7 A. Well, we changed our name on August the
8 2nd. We had already let the advertising.
9 We got a letter from the bank, from you,
10 Mr. Pecau. We, of course, were naturally
11 concerned, but we had already let our
12 advertising as Southern Christian
13 University. It played until the end of
14 December. That was for the fall semester.

15 When the spring semester began -- we
16 have about a week window, and I can't
17 remember in 2007, but we're dealing with
18 the second or third -- I can't remember.
19 But it was at that time that we and the --
20 I don't think the TV ad was all done. It
21 takes time to do this.

22 And we immediately did radio spots
23 because that was something that was easy to

Page 262

1 A. I don't know who she is. I would say she
2 is a potential student or ...

3 MR. HUDSON: The question is, do
4 you know who she is?

5 A. Oh, I'm looking down here at the bottom.
6 This is not a student. I'm sorry. This is
7 a secretary at the Alabama Independent
8 Colleges, which is called AAICU. They
9 presently are housed at Huntingdon
10 College.

11 This is a group of nonprofit
12 institutions in the state of Alabama
13 that -- we work together. The State of
14 Alabama provides scholarships to students
15 who are Alabama students. And so Carol is
16 trying to get information from us relative
17 to our program and some important
18 information. And they seek that
19 information from us on an annual basis.

20 And I'm sure that they were addressing
21 some tuition -- okay. The subject is
22 tuition numbers needed. And Anita is
23 responding to her on the tuition of the

Page 263

1 undergraduate tuition.

2 You see, this is the -- The State of
3 Alabama provides money to the student --
4 not to the university, but to the student.
5 And it's so much based upon how many
6 courses that they take, and I don't know
7 the complete formula. I'm totally
8 unprepared to deal with this.

9 But she is correcting -- I have already
10 alluded to the fact where we changed our
11 fees. We had higher tuition costs and
12 fees, and we were giving -- the institution
13 was giving an institutional scholarship.
14 We did away with that. And according to
15 this document, she said that it is now \$250
16 a semester hour and there are no fees with
17 it. And that is the price that we charge
18 per semester hour, so she's just giving --
19 and she is not a student of the
20 institution.

21 Q. Now, you were here in the room when Russ
22 Dunham testified under oath. Do you
23 remember that?

Page 264

1 A. Yes.

2 Q. Do you recall that he testified that there
3 are over 20 times in which people ask about
4 the affiliation between Regions and Regions
5 University? Do you remember that?

6 MR. HUDSON: Object to the form of
7 the question.

8 A. I noticed and read the e-mails that were
9 sent to Russ.

10 Q. Were you surprised by the number of times
11 that people indicated that they thought
12 there was some sort affiliation between
13 Regions University and Regions?

14 MR. HUDSON: Object to the form of
15 the question.

16 A. I was surprised in that -- well, let me
17 restart that. In viewing those e-mails, it
18 was obvious to me that there was not
19 confusion, but that the people were seeking
20 or wanting to know affiliation, if there
21 was any affiliation between the two, but
22 that they understood the difference between
23 a bank and an accredited university. I

Page 265

1 think I saw that in the e-mails.

2 Now, you asked me for my opinion. I
3 read them. It's amazing what everybody can
4 read, but that's what I gathered because
5 some of them were not even -- they were at
6 church, and people would come up and just
7 ask if there were affiliation.

8 MR. PECAU: I have no further
9 questions. Thank you very
10 much for your time today.

11 (Deposition concluded at 5:30 p.m.)

12 *****

13 FURTHER DEPONENT SAITH NOT

14 *****

**N THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION**

REGIONS ASSET COMPANY, REGIONS
FINANCIAL CORPORATION and
REGIONS BANK

Plaintiffs,

V.

REGIONS UNIVERSITY, INC.

Defendant.

Civil Action No. 2:06-cv-882-MHT

**BRIEF IN SUPPORT OF PLAINTIFFS' OPPOSITION TO DEFENDANT'S MOTION
FOR SUMMARY JUDGMENT AND CROSS MOTION FOR SUMMARY JUDGMENT**

Charles B. Paterson (PAT018)
Paul A. Clark (CLA076)
BALCH & BINGHAM LLP
Post Office Box 78
Montgomery, AL 36101-0078
Telephone: (334) 834-6500

ATTORNEY FOR PLAINTIFFS

OF COUNSEL:

William G. Pecau
Rachel M. Marmer
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, NW
Washington, DC 20036
Telephone: (202)429-6244

Dated: August 17, 2007

TABLE OF CONTENTS

	<u>Page</u>
TABLE OF AUTHORITIES	iii
I. INTRODUCTION	1
II. Statement of Facts.....	3
A. Regions and its REGIONS Mark	3
1. The REGIONS Name Identifies Plaintiffs and their Many Businesses and Services.....	3
2. Regions Businesses and Services	4
3. Regions Is a Community Presence	5
a. REGIONS Is Physically Located in Its Communities	5
b. Everyone Is a REGIONS Customer	5
c. Regions Involvement in its Communities	5
d. REGIONS Public Educational Efforts	7
4. REGIONS UNIVERSITY.....	8
5. Use of the REGIONS Mark and Name	10
a. REGIONS Adopted Because the Name Was a Distinctive and Different for a Trademark	10
b. Advertising and Promotion of REGIONS	12
c. REGIONS Sponsorship of Universities and Their Conferences	13
d. Hundreds of Millions of Dollars Spent Promoting the REGIONS Mark.....	14
6. REGIONS Fame: Everybody Knows REGIONS.....	14
7. The REGIONS Brand Is One of Regions’ Most Valuable Assets	16
8. REGIONS Registrations	16
B. The Defendant Southern Christian University, Now Regions University.....	16
1. The School Depends on Tuition	16
2. The School’s Program.....	17
3. The School’s Students Come Primarily from the South.....	17
4. The School’s Marketing for Students	17
5. The Adoption of a “For-Profit” Name: Regions University	18

a.	The School Needed a For-Profit Name to Increase Enrollment and to Support the Theology School.....	18
6.	The School Was Well-Aware of the Fame of the REGIONS Name	19
7.	Defendant’s Use of Regions University Has Caused Immediate Confusion	22
8.	Defendant Admits to Confusion	25
III.	Argument.....	26
A.	The Standard for Summary Judgment.....	26
B.	Defendant’s Use of the REGIONS Is Likely to Cause Confusion and Has Caused Confusion with Plaintiffs’ REGIONS Mark	27
1.	Plaintiffs’ REGIONS Mark Is Strong and Worthy of a High Degree of Protection	30
2.	Plaintiffs and Defendant’s REGIONS Marks Are Similar	36
3.	The Parties’ Services Are Related	38
4.	The Parties Serve the Same Customers and Retail Markets	40
5.	The Parties Use the Same Advertising Media.....	42
6.	Defendant Chose Its For-Profit REGION UNIVERSITY Name To Take Advantage of the Goodwill Represented by the Famous REGIONS Mark and to Project Itself as an Institution of National Prominence.....	42
7.	Substantial Confusion Has Arisen From the Use of REGIONS UNIVERSITY	47
8.	Defendant’s Use of the REGIONS UNIVERSITY and REGIONS Is Likely to Cause Confusion	49
C.	Regions Is Entitled to Summary Judgment on its State Dilution Claim	50
1.	Defendant’s Use of the Famous REGIONS Mark Constitutes Dilution Under Alabama State Law.....	50
2.	Defendant’s Use of REGIONS UNIVERSITY Is Likely to Cause Dilution of Plaintiffs’ REGIONS Mark under the Federal Dilution Act.....	52
a.	Plaintiffs’ REGIONS Mark Is Famous.....	53
b.	Defendant’s Use of the REGIONS Mark Is Likely to Cause Dilution by Blurring	54

TABLE OF AUTHORITIES

	Page(s)
CASES	
<i>American Farm Bureau Fed'n v. Alabama Farmers Fed'n</i> , 935 F. Supp. 1533 (M.D. Ala. 1996)	28, 43, 48
<i>American Int'l Reinsurance Co. v. Airco, Inc.</i> , 570 F.2d 941 (C.C.P.A. 1978).....	32
<i>Amstar Corp. v. Domino's Pizza, Inc.</i> , 615 F.2d 252 (5th Cir. 1980).....	35, 36
<i>Anderson v. Liberty Lobby, Inc.</i> , 477 U.S. 242 (1986).....	26
<i>Arthur Young, Inc. v. Arthur Young & Co.</i> , 579 F. Supp. 384 (N.D. Ala. 1983).....	51
<i>Babbitt Electronics, Inc. v. Dynascan Corp.</i> , 38 F.3d 1161 (11th Cir. 1994).....	38, 43
<i>Bd. Of Supervisors of La. State Univ. v. Smack Apparel Co.</i> , 438 F. Supp. 2d 653 (E.D. La. 2006).....	48
<i>Burger King Corp. v. Mason</i> , 710 F.2d 1480 (11th Cir. 1983).....	28
<i>Burton v. City of Belle Glade</i> , 178 F.3d 1175 (11th Cir.1999).....	27
<i>Celotex Corp. v. Catrett</i> , 477 U.S. 317 (1986).....	26
<i>Choice Hotels Int'l, Inc. v. Kaushik</i> , 147 F. Supp. 2d 1242 (M.D. Ala. 2000)	27
<i>Citibank N.A. v. Citibanc Group, Inc.</i> , 215 U.S.P.Q. 884 (N.D. Ala. 1982).....	30
<i>Commerce Foods, Inc. v. PLC Commerce Corp.</i> , 504 F. Supp. 190 (S.D.N.Y. 1980)	33
<i>Compton v. Fifth Avenue Ass'n</i> , 7 F.Supp.2d 1328 (M.D. Fla. 1998).....	38

<i>Dallas Cowboys Cheerleaders, Inc. v. Pussycat Cinema, Ltd.</i> , 604 F.2d 200 (2d Cir. 1979).....	28
<i>E. Remy Martin & Co. v. Shaw-Ross Int’l Imports</i> , 756 F.2d 1525 (11th Cir. 1985).....	41
<i>ECO Mfg LLC v. Honeywell International, Inc.</i> , No.1:03-CV-0170-DFH, 2003 WL 18888988 (S.D. Ind. Apr. 11, 2003)	46
<i>Freedom Savings & Loan v. Way</i> , 757 F.2d 1176 (11th Cir. 1985).....	48
<i>Frehling Enters. v. Int’l Select Group, Inc.</i> , 192 F.3d 1330 (11th Cir. 1999).....	29, 37, 43
<i>Herbko Int’l, Inc. v. Kappa Books, Inc.</i> , 308 F.3d 1156 (Fed. Cir. 2002).....	37
<i>In re Shell Oil Co.</i> , 992 F.2d 1204 (Fed. Cir. 1993).....	38
<i>Int’l Stamp Art, Inc. v. United States Postal Service</i> , 456 F.3d 1270 (11th Cir. 2006).....	26
<i>James Burrough, Ltd. v. Sign of Beefeater, Inc.</i> , 547 F.2d 266 (7th Cir. 1976).....	30
<i>Jellibears, Inc. v. Skating Clubs of Georgia, Inc.</i> , 716 F.2d 833 (11th Cir. 1983).....	29, 34, 43
<i>Miranda v. B&B Cash Grocery Store, Inc.</i> , 975 F.2d 1518 (11th Cir. 1992).....	30
<i>Miss Universe, Inc. v. Little Miss U.S.A., Inc.</i> , 212 U.S.P.Q. 425 (N.D. Ga. 1981).....	34
<i>O’Ferrell v. United States</i> , 253 F.3d 1257 (11th Cir. 2001).....	26
<i>Ross Bicycles, Inc. v. Cycles USA, Inc.</i> , 765 F.2d 1502 (11th Cir. 1985).....	42
<i>Sullivan v. CBS Corp.</i> , 385 F.3d 772 (7 th Cir. 2004).....	31
<i>Texas Tech. Univ. v. Speigberg</i> , 461 F. Supp. 2d 510 (N.D. Tex. 2006)	48

<i>The Breakers of Palm Beach, Inc. v. Int’l Beach Hotel Development, Inc.</i> , 824 F. Supp. 1576 (S.D. Fla. 1993)	34
<i>Turner v. HMH Publishing Co.</i> , 380 F.2d 224 (5th Cir. 1967), cert. denied, 389 U.S. 1006 (1967).....	34
<i>Universal Money Ctrs. v. AT&T</i> , 22 F.3d 1527 (10th Cir. 1994).....	29
<i>University of Georgia Athletic Ass’n v. Laite</i> , 756 F.2d 1535 (11th Cir. 1985).....	passim
<i>Virgin Enters. V. Nawab</i> , 335 F.3d 141 (2d. Cir. 2003).....	31, 37
<i>Yale Electric Corp. v. Robertson</i> , 26 F.2d 972 (2d Cir. 1928).....	28

STATUTES

Ala. Code § 8-12-16	27
Ala. Code 8-12-17	50, 51
Ala. Code § 8-12-19	27
15 U.S.C. § 1065	16
15 U.S.C. § 1114.....	29
15 U.S.C. §1125(a).....	29
15 U.S.C. § 1125(c):.....	53
15 U.S.C. § 1125(c)(1)	53
15 U.S.C. § 1125(c)(2)(A)	54
15 U.S.C. § 1125(c)(2)(B)	54

RULES

Fed. R. Civ. P. 56(c).....	26
----------------------------	----

BOOKS AND ARTICLES

Glenn A. Gundersen, <i>Trademark Searching</i> (1994)	46
Restatement (Third) of Unfair Competition § 21, comment (1995)	30
J. Thomas McCarthy, <i>McCarthy on Trademarks and Unfair Competition</i> (4th ed. 2007)	passim

himself admitted this numerous times: “I know Regions is prominent.”² “Everybody knows who Regions bank is.”³

As soon as the REGIONS UNIVERSITY name was adopted by defendant confusion was almost immediate -- people thought that there must be a connection between the school and the financial institution. SCU received e-mails asking if the change to REGIONS was prompted by a donation or other affiliation with the bank. And since then, there have been numerous instances of actual confusion as to the connection between these two REGIONS institutions. Even defendant’s president admitted that he was personally aware of persons believing that Regions University was sponsored or affiliated with Regions.⁴

The state and federal laws of trademark infringement, trademark dilution and unfair competition all prohibit the use of the same (or similar) mark by others whose use is (i) likely to cause just this kind of confusion as to origin, association, sponsorship and affiliation and (ii) is likely to dilute the distinctiveness of a famous, established mark. Further, the law of unfair competition prohibits the adoption of a name by another that will take advantage of the goodwill and fame by another – in other words, it prohibits a free ride on the reputation and goodwill associated with another’s mark.

Defendant’s motion for summary judgment betrays a fundamental misunderstanding of the purpose of the laws of trademark infringement and unfair competition. Defendant cannot by using the REGIONS UNIVERSITY name take advantage of the goodwill of REGIONS with impunity and cause confusion as to sponsorship and affiliation.. The undisputed facts, or the

² Turner Tr. 136.

³ Turner Tr. 166.

⁴ Turner Tr.

facts that are not subject to rational dispute, establish the infringement of the REGIONS mark and unfair competition as a matter of law. Accordingly, Regions cross-moves for summary judgment for trademark infringement and unfair competition under federal and Alabama law and dilution under Alabama law.

II. STATEMENT OF FACTS

A. Regions and its REGIONS Mark

1. The REGIONS Name Identifies Plaintiffs and their Many Businesses and Services

REGIONS is plaintiffs' principal brand and chief symbol of corporate identification. The REGIONS brand has central importance to the company. "It's your brand. It's the value of the company. Your name is the company." Askew Tr. 24. The REGIONS name and mark is used for all of Regions' businesses and services. Dunman Tr. 36-37. Plaintiffs' Regions Financial Corporation, Regions Asset Company and Regions Bank⁵ and the names of many of their affiliates, business units and divisions, such as Regions Insurance Group, RegionsNet, Regions Mortgage, Regions Funding and Regions University all use REGIONS as the distinctive element of their names. Regions 800 number is 1-800-Regions. Regions' website's domain name is www.regions.com. REGIONS appears on all the company's stationery, business cards, signage advertisements, TV and radio commercials, billboards, promotional materials, checks and on Regions online website, and every other thing that names Regions' businesses, services or products. Peters Tr. 112-18, Abernethy Rep. 14.

⁵ The plaintiffs Regions Financial Corporation, Regions Bank and Regions Asset Corporation are all related companies. Regions Financial Corporation is a bank holding company. Regions Bank is its wholly owned subsidiary and is a bank operating company. Regions Asset Company is a wholly owed subsidiary of Regions Bank and is an intellectual property holding company. "Regions" is used in this brief to refer collectively to all three Regions plaintiffs and their predecessors.

2. Regions Businesses and Services

Regions is headquartered in Birmingham and began in 1971 from a combination of three Alabama banks located in Montgomery, Birmingham and Huntsville.

Since then, Regions has expanded geographically into sixteen states with its primary focus in the Southeast.⁶ Regions also operates one of the largest online banking sites in the United States at www.regions.com. In 2006, the Regions online banking site had over a million households as customers having deposits in excess of 16 billion dollars. Peters Tr. Ex. 88.

Regions now is the largest corporation with its headquarters in Alabama. With assets in excess of 140 *billion* dollars, Regions is the largest financial institution in Alabama and one of the ten largest financial institutions in the United States.

As befitting its size, Regions supplies a full range of financial products and services for consumers, small businesses, non-profits, large corporations, and public entities that touch in one way or another virtually every aspect of people's financial lives. Peters Tr. 52. The consumer services include basic banking services like checking accounts, savings accounts, time deposit type of accounts, various kinds of loans like college loans and automobile loans, trust services, investment services, mortgage services, real estate lending, and private banking services. Dunman Tr. 36. Other services include insurance services such as credit insurance, credit life insurance, and term life insurance. Dunman Tr. 38. The corporate services run from bond offerings, to employee payment services, and letters of credit. Scott Tr. 52.

⁶ The Regions footprint is across the following states: a 16-state geographic footprint: Alabama, Arkansas, Florida, Georgia, Illinois, Indiana, Iowa, Kentucky, Louisiana, Mississippi, Missouri, North Carolina, South Carolina, Tennessee, Texas and Virginia.

3. Regions Is a Community Presence

a. REGIONS Is Physically Located in Its Communities

At its heart and the basis of its success is that Regions remains in its essence a community bank. Askew Decl. ¶ 3. This means that Regions is a community presence. REGIONS is physically in its communities and its presence through the many bank branches and their signage is large. For example, in Montgomery there are 25 Regions branches and in the state of Alabama there are over 250 branches. Askew Decl. ¶ 3. Altogether, Regions has 1,900 branches and 2,400 ATMs across its footprint. Askew Decl. ¶ 3. This makes Regions the seventh largest network of bank branches in the country. Askew Decl. ¶ 3.

b. Everyone Is a REGIONS Customer

It also means that Regions is a bank whose customers come from every strata of its community. A Regions customer is anyone who can open a checking or saving account, even a minor with parental permission, or who otherwise could use the financial services like car and student loans that are offered by Regions. There is no restriction on the type of customer who banks with Regions. Dunman Tr. 38, Abernethy p. 13. Indeed, 30 percent of Regions' customers have incomes of less than \$30,000. Ex. 88

c. Regions Involvement in its Communities

Regions' involvement with and support of its communities is a part of its basic drive. This is spelled out in its 2006 services report:

At Regions Financial Corporation, we want you to expect more—not just in the way we do business but in the way we serve our communities. We employ exceptional bankers who focus on building customer relationships and contributing to our success. And while this focus is both necessary and admirable, it doesn't fully explain who we are or the role we aspire to play. Our associates bring great gifts to the communities where we live and work. Gifts of compassion and creativity. Gifts of enthusiasm and encouragement. The gift of our individual and collective financial resources.

Jackson Decl. Ex. A.

Russell Dunman, the head of Regions' consumer banking for Montgomery and Central Alabama explains Regions commitment to his community:

I'll speak to our community—in virtually every major community effort there is from education, to community development, to industrial recruiting, to business development, to—anything that's good for the community or that the community sees as a benefit to help the community improve, Regions wants to be and will be involved in that, from involvement in charitable situations, through chambers of commerce, through boards of directors of community activity associations.

All the things that go on in the community, we want to be very, very attuned to and want Regions' name associated with if they are positive for the community.

Dunman Tr. 131-132.

In 2006 alone, Regions provided more than \$1.5 billion dollars in loans to low-to moderate-income borrowers and in low-to moderate-income census tracts. Jackson Decl. Ex. ¶4. Also in 2006, Regions originated \$6.9 billion dollars in CRA small business loans; 1.5 billion dollars of this amount was to businesses located in low/moderate income areas. Jackson Decl. ¶ 4. The U.S. Small Business Administration consistently ranks Regions as one of the top small business-friendly financial service providers in the country. Jackson Decl. ¶ 4.

Going forward, Regions has a commitment of investing at least \$100 *billion* dollars from 2007 through 2013 to support community development, small business lending and mortgage lending for low and moderate income communities and borrowers. Jackson Decl. ¶ 5.

This Regions' assistance to its community also is in the form of charitable contributions to the community. For example, in Montgomery, Regions is the signature sponsor of the Montgomery Ballet's season opening, the Montgomery Symphony and the Regions Art Show; Regions also is a major sponsor of the Heart Walk, Arthritis Walk, Breast Cancer Awareness

Walk, and the United Way campaign. Dunman Tr. 101. As Mr. Dunman testified about the Montgomery community: “There are very few community-wide events that Regions is not a part of.” Dunman Tr. 101.

d. REGIONS Public Educational Efforts

Regions encourages its managers and other associates to be involved in its community affairs and, Regions, as part of these efforts is very involved in education – directly with its communities and schools, also indirectly with its scholarship programs with many colleges and universities within its footprint and its sponsorships of various and many schools and universities.

Regions’ direct involvement in education takes the form of lectures and talks on financial matters of interest to its customers and community. These include seminars for first homebuyers, investment management, how to open a checking account, maintain your credit rating or just how to do the right things to receive bank services. These talks and seminars are given at the banks or their lobbies or at the office of an agency or a community center. For example, at the OIC, Opportunities Industrialization Counsel, job training programs in Montgomery, Regions has been involved periodically in programs that explain how to manage a checking account. Dunman Tr. 112-116.

In addition, Regions associates have given talks and lectures concerning banking services and related financial services at all levels of schools from primary grades in the Montgomery Public Schools in high schools in a seminar on federal reserve system, or in university level schools like AUM, Auburn University, Alabama State University, Huntington College and where a Regions speaker might discuss investment strategies or general investment practices. Dunman Tr. 117-118.

These kinds of educational services to the community and to school and universities are provided by Regions throughout its footprint. Jackson Decl. ¶ 2. Scott Peters, Regions' Chief Marketing Officer, explained the benefits to Regions from its deep community involvement:

We get benefits from the standpoint of the community recognizing that we are more than just a bank that we interact with their lives and try to make their lives a little bit better. That's positive for our image and our brand.

Peters Tr. 59.

Regions also believes that community involvement also has "positive benefits for retaining customers overlong periods of time." Community service also has "an employee or associate benefit and that our associates really personally want to give back to their communities. And by facilitating that, we keep happier, good employees."

Peters Tr. 60.

But the primary reason for Regions' contributions to its communities was stated simply by Mr. Peters – "One, we think it's our responsibility." Peters Tr. 59.

4. REGIONS UNIVERSITY

Regions, like many corporations,⁷ has used its name "Regions" along with the word "university" in its internal corporate training program. The use of "Regions University" began in 2004 after Region's merger with Union Planters. Pollard Tr. 9-10.

The logo used for Regions University appears below:

⁷ Other examples of corporations using their names along with "university" include "Black & Decker University," "Motorola University," "SunTrust University." Pollard Tr. 83. Training magazine uses the term "corporate university" as a generic term for a corporate training program, e.g. in its award application it asks: "to better describe your Corporate University (CU), please. . . ." Ex. 4 at RAC 31081.



Pollard Tr. 62; *see also* Ex. 13.

The training courses under the auspices of Regions University are offered twenty four hours a day seven days a week online that are accessible from an employee's office or home. There are three to five hundred courses offered online in categories such as finance and accounting, and communication skills. Pollard Tr. 69-70. In addition, there are instructor-led training labs that have classroom spaces offered either in company-owned or rented facilities. Courses offered include Financial Services training, Financial Services Representative Training, Branch Manager training, Commercial Loan Officer training, Trust Administrator curricula, and Mortgage Loan Originator curricula. Pollard Tr. 65. There have been some self-study courses in languages. Pollard Tr. 95.

Russ Dunman explains the importance of training to Regions and its employees:

The day that you are hired, you're introduced to Regions University as the place you go to get basic courses. And it goes through advanced courses of all sorts. . . . It's where we all go for our own training.

Dunman Tr. 43.

Every employee at Regions is required to take certain training courses. For example, Business Ethics, Bank Security Act and anti-money laundering courses are required for all employees. Dunman Tr. 44. In the year 2005 alone, 25,000 Regions employees took Regions

University courses for a total number of hours of about 750,000 hours. Pollard Tr. 78-79, Ex. 4 at RAC 31078 – 31081.

Employees are “strongly encouraged and supported” to take courses offered. Pollard Tr. 70. As Mike Pollard, the Director of Organizational Development for Regions testified, dedication to training is “the type of culture we’ve tried to create.” Pollard Tr. 71.

Regions University does not offer its Regions University programs outside of the bank. Pollard Tr. 31, 34, 52-53. However, Regions University has been used as a recruitment tool and the Regions University name has appeared in recruitment brochures and on Regions website. Pollard Tr. 34, 36. *See* Exhibits 9 and 11. Of course, employees who take courses at Regions’ Regions University can and do, at time, fairly indicate on their resumes the courses they have taken at Regions University. Turner Tr. 115-16.

Regions has expended enormous amounts on employee training and courses under Regions University. In the years 2005 and 2006, Regions spent well over 24 million dollars on corporate training. Pollard Tr. Ex. 14.

Regions’ corporate training efforts have been recognized. Regions was ranked 66 in 2005 and 46 in 2006 in the Training Magazine Training Top 100 companies for employee training and development. Marmer Decl. Ex. D.

5. Use of the REGIONS Mark and Name

a. REGIONS Adopted Because the Name Was a Distinctive and Different for a Trademark

The REGIONS name was adopted over 14 years ago in late 1993 as the company expanded beyond its Alabama origins. According to Bill Askew who found and developed the Regions name, he needed a new name because the company’s First Alabama name did not play well outside Alabama, especially Tennessee. Askew Tr. 13-14. REGIONS was chosen because

it had no geographical connotation. Askew Tr. 12-13. Mr. Askew said of the REGIONS brand: “it was a good solid name that - that had a strong feel to it,” “[i]t was powerful. It was well-received by the public. It was not in use so it was perfect.” Askew Tr. 13, 16.

The absence of use of REGIONS as a business name and trademark by others was a particularly important consideration to the company when it chose the REGIONS name. A unique brand like REGIONS would allow the company to have a brand that was distinct from other companies and products names so that it could develop and control its own identity and distinguish it from others. Abernethy Report p. 4-6. In Bill Askew’s words:

But if you’re asking me did I go and make sure Regions wasn’t used in different ways, I did. The first thing I wanted to do was make sure that Regions did not exist somewhere else and wasn’t – wasn’t being used. And so that’s the first thing that we did to make sure it’s distinguished, is to go out, find out and – and it wasn’t being used. And so that – that was – that was why I felt like we could distinguish the name. Plus we did focus groups with people. We did interviews with customers. We – we showed them the name. We talked about the name. And – and they received it very well. They liked the name. And it was very distinguishable.

Askew Tr. 16. And, Bill Askew testified that there was an extensive amount of searching conducted to determine whether the mark REGIONS was available and the result of these searches -- “I do recall we found no use of the [REGIONS] name.” Askew Tr. 41-42. Russell Dunman testified the same: “There was nothing like it that I recall seeing at the time we investigated the name.” Dunman Tr. 127. Again, the distinct REGIONS name was chosen because, as Mr. Dunman said:

[W]e wanted our reputation to be distinct in the sense of quality of service and all the things we strive to be at Regions. So we chose a name that was one of a kind in our mind in order to make sure that we were distinct in both name and service and quality and the things that go with it.

Dunman Tr. 127-128.

b. Advertising and Promotion of REGIONS

The REGIONS mark and name has been widely and extensively advertised and promoted by Regions since its adoption in 1993. Regions uses print, internet, television, radio, outdoor, merchandising, billboards, cinema and, of course, the signs at its 3,000 branches and ATMs to advertise and promote its REGIONS business, products and services. Peters Tr. 112-113. As appears from Regions Creative Briefs which show advertising strategy and the ads and commercials themselves, Regions promotes Regions as the customer's financial partner "understanding of consumer needs, competent advice and banking services." Abernethy Rep. 14, Peters Decl. Ex. C. Regions is positioned "in a strong, industry leadership manner by creating a lasting relationship-based brand that is capable of meeting the customer's financial needs throughout the course of their banking life cycle." RAC00031144 (emphasis in the original). The personality and tonality of the ads are:

"Competence – this is an intelligent, reliable, hardworking, trust-worthy and up-to-date brand

Sincerity – warm friendly, genuinely cares, positive (customer's best interests at heart)."

Peters Decl. Ex. C at RAC00031146. Regions marketing is deliberately inclusive and welcoming to all persons. As noted by Professor Abernethy, "This is done both in the human models used in advertising (wide variety of races, age groups, and apparent social status), the background music, and the Regions name." Abernethy Rep. 15. The tagline that Regions used for the past couple of years "Everyday Confidence" encapsulates the key idea of REGIONS advertising. *See e.g.* Peters Decl. Ex. A.

c. REGIONS Sponsorship of Universities and Their Conferences

As part of its commitment to being an active presence in its community and to promote the REGIONS brand, Regions has for years supported a number of college conferences and colleges and universities located in its 16-state footprint. The annual marketing spent by Regions for these sponsorships in recent years has been six million dollars. Peters Tr. Ex. 86. Regions has been the corporate sponsor and official bank of the Southeastern Conference since 1993. Peters Decl. ¶ 6; Peters Decl. Ex. A, Ex. D and Ex. E. Regions also is a corporate partner with a number of SEC universities: University of Alabama, University of Arkansas, Auburn University, University of Georgia, Louisiana State University, University of Mississippi, Mississippi State University and the University of South Carolina. *Id.* Another college conference sponsored by Regions is the Sun Belt. Peters Decl. ¶ 6; Peters Decl. Ex. A, Ex. D. In addition, Regions sponsors many additional colleges and universities on a local basis like Indiana University, Purdue and Florida State. Peters Decl; ¶ 6.

Regions also sponsors the Regions Charity Classic golf tournament, the Regions Morgan Keegan tennis tournament and a variety of professional sports. Peters Decl. ¶ 7; Peters Decl. Ex. A, Ex. D. In addition, the stadium for the Birmingham Barons has been renamed Regions Park. Peters Tr. 126-127; Exs. 86-87.

All these sponsorships create strong associations between the various schools, school conferences, tournaments and other local community based organizations and Regions. The association is created by mentions during broadcasts like, “Regions. It’s time to expect more. The official bank of the SEC,” and REGIONS banners, signs, and graphics shown during the telecast. Peters Tr. 129-130. Regions augments the association by additional advertising during the telecasts and shows like the Regions Fifth Quarter radio show after the telecast that tout

Regions' many sponsorships of colleges and their conference (also banners, signs and graphics shown during the telecasts). Dunman Tr. 102; *see e.g.*, Peters Decl. Ex. A, D, E. Regions long use of the REGIONS name and mark, its extensive marketing efforts and its deep involvement in its communities.

In addition, Regions has provided millions in scholarships to universities. For example, December 2006, Regions provided the University of Alabama with a \$1 million gift for business school scholarships under the "Our Students. Our Future." program. Marmer Decl. Ex. H.

d. Hundreds of Millions of Dollars Spent Promoting the REGIONS Mark

In total, Regions has spent hundreds of millions of dollars promoting the REGIONS brand and its business. Abernethy Rep. 15. In the years 2005 and 2006 alone, the amount spent on marketing was in excess of 50 million dollars each year. Peters Decl. Ex. B.

6. REGIONS Fame: Everybody Knows REGIONS

Regions has become near universally known within its footprint. As defendant's President admitted, "Everybody knows who Regions Bank is." Turner Tr. 166. Dr. Turner's understanding of the fame of Regions is borne out by scientific projectable brand awareness surveys that Regions has had conducted by an independent research firm New South over approximately ten years. Askew Tr. 145.

A scientific, quantitative brand awareness study in 2007 showed Regions is very strong in aided awareness in Birmingham (98%), Mobile (93%), Nashville (87%), Memphis (91%), and Jackson (88%). Regions familiarity is high in other cities as well – Atlanta (83%), St. Louis (78%), New Orleans (84%). Regions was familiar to a large percentage of the population of other city markets tested: Indianapolis (69%), Miami (54%), Orlando (43%) and Tampa (44%). In 2006, the results were similar for aided awareness: 98% in Birmingham, 99% in Mobile; 95%

in Memphis, and 90% in Nashville. Jager Decl. ¶ 6; Jager Decl. Ex. A. The aided awareness for Montgomery would be at least as high as the 98% aided awareness found in Birmingham because Montgomery has historically had a higher awareness of REGIONS than Birmingham. Jager Decl. ¶ 8.

Unaided recall,⁸ “very difficult memory task” for consumers, of REGIONS very high. Askew Tr. Ex. 130 at RAC 22362. Dr. Abernethy, a Professor of Marketing at Auburn, comments that, “This is an extraordinarily high level of unaided recall which equals or exceeds other major banks in the Regions market area.” Abernethy Report 18. Similar results are shown in the brand awareness study in 2007. Jager Decl. ¶ 6; Jager Decl. Ex. A.

Regions’ market research over the years has tracked the general public’s attitudes towards it and its financial services and its own customers’ satisfaction. Regions has had high satisfaction scores. Jager Dec. Ex. A. The overall “very satisfied” figures have been very high. The 2000 through 2003 studies have the number of very satisfied customers at Jager Decl. Exs. C-F at RAC 22863, 22790, 22612, and 22398. As Dr. Abernethy reports: “They [Regions] rigorously check consumer opinions at each branch to make sure that the brand promise of consistent, competent, friendly banking service open to all is provided. This in turn forged a deep connection with its current customers via high satisfaction scores and with the general public that views the bank quite favorably.” Abernethy Report p. 16.

These results confirm the testimony of Russ Dunman the person in charge of Regions consumer banking in Montgomery and Central Alabama said: “We’ve worked awfully hard to

⁸ Dr. Abernethy explains unaided brand awareness: “Unaided brand awareness is when a member of the public is asked names of banks without any assistance or information to aid memory. This is a very difficult memory task in marketing.” Abernethy Report p. 18.

make the Regions name, the name everyone remembers for something positive.” Dunman Tr. 111.

7. The REGIONS Brand Is One of Regions’ Most Valuable Assets

Dr. Abernethy’s conclusions about the REGIONS brand is that: “Regions is easy to pronounce, has close to universal familiarity, and very high unaided recall. Based on the materials I have reviewed, in my opinion the REGIONS brand is well known, strongly positive, holds a clear and distinct image in the minds of consumers. It is a very powerful asset to Regions.” Abernethy Tr. 30-31. Bill Askew describes the value of REGIONS to Regions: “The REGIONS brand, which represents who we are and all of our values and vision, might be the most valuable asset of Regions. It is certainly one of our most valuable assets.” Askew Decl. ¶ 2.

8. REGIONS Registrations

The REGIONS mark, alone and with other elements, has long been registered in the United States Patent and Trademark Office. Almost 20 REGIONS marks are registered, including REGIONS, REGIONS MORTGAGE, REGIONSBANK, REGIONS FINANCIAL CORP. Certified copies of Regions’ marks listed in its First Amended complaint are attached as Marmer Decl. Ex. A.

The REGIONS mark is uncontestable by virtue of 15 U.S.C. § 1065.

B. The Defendant Southern Christian University, Now Regions University

1. The School Depends on Tuition

Defendant SCU, now Regions University, is an online school with its headquarters in Montgomery. Ninety-five percent of all its students take their courses on line. The school has no bookstore or dormitories. Virtually all – 97% -- of the school's income comes through tuition

and fees. Turner Tr.58-59. It has no real endowment and no apparent alumni financial support. The school runs in the black. Crosby Tr. 32.

The school's admission standards are minimal. Admissions are online. Standardized tests are not required; letters of recommendation are not required; class ranking is not required; an essay is not required. Abernethy Report 21. Basically, if an applicant has a high school diploma or its equivalent and the tuition, the applicant will be admitted to the school.

2. The School's Program

The school advertises 33 degree programs offered online. Exs. 44, 45, 47, 69 at RU 1628-29. The professional or applied degree programs such as business, human services, human resources, public safety and the like are where most tuition revenue is generated. Turner Tr. 68-69; Abernethy Tr. 22. In addition, the school, which is affiliated with the Churches of Christ, has the Turner School of Theology with about 50 students that offers doctorate degrees in Ministry and in Biblical Studies. Turner Tr. 69. There is some residency requirement for the doctorate programs.

3. The School's Students Come Primarily from the South

There are not more than 730 or 740 students in any given semester. Crosby Tr. 21. The school students are concentrated geographically. Over two-thirds (69.9%) are from the Old Confederacy and border states. Two hundred and forty (27.4%) of the total are from Alabama. There were no apparent international students in 2006.Ex. 17; Abernethy Tr. 22-23.

4. The School's Marketing for Students

The school spent over \$1,250,000 dollars advertising in the 2006 – 2007 school year. Crosby Tr. 37-38, Ex. 123. Its primary media was television, radio, and billboard. These advertising vehicles account for more than 80% of its planned advertising budget in 2006. Reflecting the location of its students, the school concentrates its advertising in Alabama,

Tennessee, Texas and the Carolinas. Exs. 48, 123. In 2006, all advertising expenditures except some Christian magazines, was in the South. Exs. 48; 123

When Laina Costanza, who does the school's advertising under the direct supervision of Rex Turner,⁹ was deposed on May 16, 2007, all the media placements for 2006 were in Alabama and Tennessee. Costanza Tr. 96, Ex. 48.

The target market for the school is "an individual 25 – 55, young professional or a mother at home, someone who needed to finish their degree or is transferring, someone who wants to further their education, someone who already has a bachelor's." Costanza Tr. 23.

As Dr. Abernethy describes the clear overall marketing strategy of the defendant institution: "Heavy advertising is focused on generating paying students, not building the image of the program. Programs are designed to maximize student revenues by offering applied, technical education (excepting the 6% of the student body enrolled in the Turner School of Theology.)" Abernethy Rep. 24.

5. The Adoption of a "For-Profit" Name: Regions University

a. The School Needed a For-Profit Name to Increase Enrollment and to Support the Theology School

In September 2005, SCU began to consider a name change. Rex Turner, the President of the school, told his Board that a name change should be considered because the school "needed to increase enrollment in areas such as business in order to support our degrees in the Turner School of Theology." The Board's September 25, 2005 minutes stated:

This highlights our need – we need a *for-profit type name* that is a broad name. This would bring in students that would help fund the degrees in the Turner School of Theology.

⁹ Dr. Turner makes all the decisions concerning the advertising of the school. Turner Tr. 19; Costanza Tr. 35-36.

(Emphasis added). Turner Tr. 72-74, Ex. 20 at RU 110.

In its December 16, 2005 meeting, the Board debated the names Masters and Turner for the university's new name. Turner Tr. 87-91, Ex. 22 RU 117-119. Turner was the name of the school's founders and the name of its Theological University. But even so, the Board was concerned that "some might think that it was named after Ted Turner." Ex. 22 at RU 118. Instead, the Masters name was chosen and the Board directed Dr. Turner to get a registration for the name Masters University. Once that was accomplished, the Board would make a final decision to rename the institution's name. Ex. 22 at RU 118.

The Masters University mark encountered difficulties in the registration process and the school's trademark counsel expressed concern with another school's name. Rex Turner thought of additional names -- Rex, Royale, Providence, Regal and Regions -- for the school's new name. Turner Tr. 111-112. Rex Turner narrowed the list to 3 names -- Turner University, Rex University and Regions University. Turner Tr. 112.

6. The School Was Well-Aware of the Fame of the REGIONS Name

Rex Turner came up with "Regions." Turner Tr. 111. He was well acquainted with REGIONS name. He has banked with Regions continuously since 1974, when he moved to Montgomery. Turner Tr. 8-9. And, he admits to knowing the mark REGIONS since the bank changed its name. Turner Tr. 10. He remembers REGIONS television commercials and newspaper ads. He regularly sees REGIONS signs driving around Montgomery, and he is aware that two of the tallest buildings in Montgomery bear REGIONS signage. Turner Tr. 9-11. Dr. Turner admitted: "I know Regions is prominent." Indeed, he was aware of stories in television and newspapers that summer of the merger of AmSouth and Regions. Turner Tr. 136. When asked if his policy team knew who Regions was Dr. Turner replied, "Everybody knows who Regions bank is." Turner 166.

After he thought of REGIONS as the new school name, without speaking to anyone at the school, Rex Turner called up James Shlesinger on July 24, 2006. Turner Tr. 119. Dr. Turner told Mr. Shlesinger that he wanted an opinion of the "registrability of these names": TURNER UNIVERSITY, REX UNIVERSITY and REGIONS UNIVERSITY. Turner Tr. 132.

Dr. Turner mentioned to Mr. Shlesinger that "there is a Regions bank here" and Mr. Shlesinger commented "well, I don't anything about them up here in Virginia." Turner Tr. 137. Dr. Turner did not tell Mr. Shlesinger anything about Regions:

- Q. So you made him aware that Regions was a prominent bank in the community?
- A. I didn't say – [objection omitted] I didn't say prominent. I just said there's a Regions bank.
- Q. Did you describe how big Regions was to Mr. Shlesinger at all?
- A. Huh-uh (Negative response.) . . .
- Q. So what did you tell him about people's knowledge of Regions in Montgomery?
- A. That was not discussed . . .
- Q. Did you tell him that Regions was a well known bank in Alabama when you spoke to him?
- A. No, I just said there's a Regions bank.

Turner Tr. 136-137.

Three days later, Mr. Shlesinger sent Dr. Turner a short email concerning the "registerability" of the marks TURNER UNIVERSITY, REX UNIVERSITY, and REGIONS UNIVERSITY. Ex. 28. Mr. Shlesinger said that Turner University might encounter difficulties because of confusions as to sponsorship with some Turner companies. Rex University appeared registrable. For Regions University, "based on the search results, is registrable for education services, namely providing instruction at the university level." *Id.* There was no discussion in the e-mail concerning the REGIONS mark or Regions bank or contain an opinion regarding the risk of objection for infringement or dilution arising from Regions or anyone else. *Id.* at RU 179.

There was no reference to the use of any mark – only marks that were registered on the USPTO. *See* Exhibit 28. In fact, the e-mail does not refer to any mark containing the word “REGIONS” as its distinctive element. Indeed, the “full report” (which perhaps has less discussion than the almost non-existent discussion in Shlesinger’s July 27 email) only refers to one mark containing the word “Regions” -- that is, Regions’ mark REGIONS CHARITY CLASSIC that is also registered in Int. Cl. 41. Ex. 501.

The next day the Board gave Dr. Turner authority to change the name to Regions University. The resolution states that name Regions University was chosen to replace Southern Christian University to “increase the school's attractiveness to potential students, not just regionally but internationally,” and “changing the name will also assist the University *in projecting itself as a nationally recognized school of prominence.*” (emphasis added) Ex. 31.

REGIONS bank came up again the following Monday, July 31, 2006. In the school's team meeting, Dr. Turner announced the approval of the name change to REGIONS UNIVERSITY. The minutes state: “It was brought up brought up that Regions Bank has an internal 'Regions University'.” Turner Tr. 165. A team member said: “I think there's a Regions University within the bank.” Turner Tr. 166-167.

Dr. White, a team member and school consultant, apparently called Daniel Earle, an attorney at Mr. Shlesinger’s firm. The notes produced by Mr. Shlesinger’s firm concerning this call are dated July 28 of a call from Dr. John White. It states:

REGIONS UNIVERSITY
Bank in Alabama
REGIONS BANK
Get on File, soon
3 Brochures by tomorrow
File PRESS today

Exhibit 502. Mr. Earle was advised by the school that Regions University is internal within the bank. He told them orally that “this would not pose a registration issue.” Turner Tr. 168.

7. Defendant’s Use of Regions University Has Caused Immediate Confusion

On August 2, 2007, Rex Turner decided to proceed with the use of the name REGIONS UNIVERSITY. Turner Tr. 170-71. The adoption and use of the mark REGIONS UNIVERSITY has been in steps. The school did not begin advertising itself as REGIONS UNIVERSITY until January of this year. Turner Tr. 225. It still has not completely adopted the REGIONS UNIVERSITY name. The signs for the school at its headquarters today say: “SOUTHERN CHRISTIAN UNIVERSITY.”

An official announcement of the name change to REGIONS UNIVERSITY was sent out by email to the students on August 8, 2006. Confusion as to sponsorship and affiliation occurred almost immediately.

The first evidence of confusion was an email on August 9, 2006, the day following the announcement of defendant’s name change from Dr. Wilson Luquire to Dr. John White and Dr. Rex Turner of Regions University:

“Good luck with Regions. Is this related to the Bank and if so many I applaud you with double congratulations!!!!!!” Ex. 35.

Also, on August 9, 2006, there was an email, from David P. Moore: “John White just informed me that SCU is now Regions University. I didn’t ask about the possible conflict with the bank of the same name!” Ex. 35.

A former student at SCU, Randy Gore wrote to Rick Johnson on August 31, 2006: “Why was ‘Regions’ chosen? Did Regions Bank make a donation?” Ex. 35. Even Laina Costanza, the person in charge of marketing at defendant, instantly thought of Regions the financial institution

when Dr. Turner told her that he was considering changing defendant's name to Regions University. Costanza Tr. 64.

In January 2007, SCU began advertising Regions University to the public on television, radio, billboards and by other means. This advertising has caused significant confusion.

- Phone call to Regions University on an unrecalled date asking about degree programs and whether Regions University is affiliated with Regions Bank. Fulghum Tr. 17-18.
- Phone call to Regions University on an undisclosed date asking about degree programs and whether Regions University is affiliated with Regions Bank. Hughes Tr. 20.
- Phone call on or around March or April, 2007, to Regions' call center asking if Regions is affiliated with Regions University and where Regions University is located. Wilson Affidavit.
- Phone call within the last three months, to Regions' call center asking if Regions University was affiliated with Regions Bank. Burton Affidavit.
- In June 2007, Mr. Brian Warwick, an attorney at the law firm of Maynard Cooper & Gale LLC in Birmingham, AL, saw a television advertisement for Regions University. He thought that it might be affiliated with Regions Bank. He had not been aware of other companies using Regions as its name and is acquainted with Regions as one of the largest financial institutions in Birmingham and elsewhere. He thought Regions may have started a school, much like graduate school courses offered by the United States Department of Agriculture, whose courses were advertised on the public transit in Washington, DC, when he lived there. Warwick Decl.
- Mr. Jack Galassini, who banks at Regions in Montgomery and is aware of the large and respected presence of Regions in Alabama and elsewhere, saw a commercial for Regions University and thought that it might have "some type of relationship with Regions Bank." He was informed by Mr. Dunman at a social event that there is no affiliation. Galassini Affidavit.
- Ms. Terry Boyd, the Branch Manager of Regions Bank Moores Mill Road Office in Auburn, AL, and her husband saw an advertisement for Regions University. Her husband asked if there was a connection between the university and the bank. She was not sure and learned from bank management that there was no connection. Furthermore, two of her employees asked her if there was a connection between Regions University and Regions Bank. Boyd Affidavit.

- Mr. David Green, Assistant Branch Manager of Regions Bank Autauga County Office in Prattville, AL, saw a billboard for Regions University at I-85 and Taylor Road in Montgomery. He asked Denise Murphy, the Branch Manager, if it had something to do with Regions Bank. Green Affidavit; Murphy Affidavit.
- Ms. Wanda Norris, an employee at Regions Bank in Enterprise, AL, and her husband saw a television advertisement for Regions University. They both wondered if it was affiliated with Regions Bank. She later had a conversation with her manager, Robbin Thompson, who indicated to her that he had also seen the ad, and told her that there was no affiliation. Norris Affidavit; Thompson Affidavit.
- Mr. Kiel Odom, Branch Manager of the Regions Bank Village West Office, was approached by a teller, Mattie Sanders, who had seen an advertisement for Regions University and indicated to him that she thought Regions Bank had “bought a university.” He explained to her that bank management informed him that there was no affiliation. Odom Affidavit.
- Ms. Karan Rudolph, the Human Resources Assistant of Regions Financial Corporation in Montgomery, AL, saw a billboard at I-85 and Taylor Road and thought there may be some connection between Regions University and Regions Bank. She “Googled” the web to satisfy her curiosity and learned what Regions University is and that there is no connection. Rudolph Affidavit; Sanders Affidavit.
- Mr. Craig Smith, Branch Manager of Regions Bank in Wetumpka, AL, heard radio advertisements and saw television advertisements for Regions University. He thought Regions University may be related with Regions Bank, but later learned from bank management that it was not. Several of his employees have told him that customers have inquired about the name Regions University and have specifically asked whether or not Regions University is affiliated with Regions Bank. He has instructed personnel in his branch to answer these customers by telling them that there is no connection. Smith Affidavit.
- Ms. Sheila Noblitt, author of the blog entitled Alabama Kitchen Sink posted a conversation about public and private institutions in Alabama with the following discussion:

Sheila: “I started to throw in the privates in town, Faulkner, Huntingdon, South University and I believe, Regions University (which used to be Southern Christian). I don't know if I left anyone out. I think that's it....”

Jay Croft: “Regions University? Regions is a bank!”

Sheila: "Jay, Regions is a bank and that's why I was puzzled that Southern Christian University changed its name. I always think that the bank is behind the university. Ha."

Jay Croft: "It's like Western Maryland College in Westminster, MD. It is the only college in the USA named for a railroad. (Western Maryland Railway donated the land for the college many years ago. Westminster is not in the western part of Maryland at all.) A deep-pockets donor gave a sizeable contribution and Behold! It is McDaniel College now." Marmer Decl. Ex. C.

8. Defendant Admits to Confusion

Dr. Turner admits to confusion arising from defendant's use of REGION UNIVERSITY.

When asked if the confusion began on August 9, 2006, Dr. Turner replied: "I'm not so sure there was confusion as much as there was affiliation concerns as between, you know, is Regions University in some way affiliated." Turner Tr. 171-72.

Dr. Turner was himself aware of confusion. He describes a telephone call:

They called about the degree programs and they just wanted to ask if there was any affiliation with Regions Bank. They did not call and say, is this Regions Bank?

Turner Tr. 192.

In fact, Dr. Turner has had people come up to him and ask if Regions donated money to the school.

Q. Now, in your conversations with people explaining to them that you're adopting this new Regions University name, did any folks inquire as to affiliation between Regions University and Regions, the financial institution that you recall?

A. Not other than the documentation that we have given you that I am aware of any affiliation. People -- You know how people will do. They'll come up and tell you, oh, y'all must have gotten some money or something. And they know good and well that Regions Bank is one thing and Regions University, an accredited school, is another. They love to put a pin in you.

Q. So some people have come up to you and kidded you that Regions Bank must have given you some money and that's why you chose the name?

A. Well, you know, it has occurred in one -- one or two occasions.

Turner Tr. 179 – 180.

Dr. Turner's answers to questions concerning the confusion of the relationship between Regions, the bank, and Regions University, the school, betray his unconcern with such confusion and his belief that causing confusion as to affiliation with Regions is acceptable so long as people do not confuse a bank with a school or, in his words, think that Regions University offers checking accounts:

But there's a lot of difference between somebody asking about an affiliation and somebody confusing that this is a bank. And nobody to my knowledge has called us and asked us, how much is in my checking account.

Turner Tr. 193.

III. ARGUMENT

A. The Standard for Summary Judgment

Summary judgment is appropriate “‘if the pleadings, depositions, answers to interrogatories, and admissions on file, together with the affidavits, if any, show that there is no genuine issue as to any material fact and that the moving party is entitled to judgment as a matter of law.’” *Int'l Stamp Art, Inc. v. United States Postal Service*, 456 F.3d 1270, 1273 (11th Cir. 2006), citing Fed. R. Civ. P. 56(c). An issue is considered genuine “‘if the evidence is such that a reasonable jury could return a verdict for the nonmoving party.’” *Anderson v. Liberty Lobby, Inc.*, 477 U.S. 242, 248 (1986). The party requesting summary judgment bears the initial burden of determining that such a judgment is proper. *Celotex Corp. v. Catrett*, 477 U.S. 317, 323 (1986); *O'Ferrell v. United States*, 253 F.3d 1257, 1265 (11th Cir. 2001). The evidence and all

reasonable inferences drawn therefrom are construed in the light most favorable to the nonmovant. *Burton v. City of Belle Glade*, 178 F.3d 1175, 1187 (11th Cir.1999).

Here, the facts that are of record demonstrate as a matter of law that defendant's use of the REGIONS UNIVERSITY name and mark is likely to cause, and has caused, confusion as to its connection and affiliation with Regions, and, consequently, has infringed the well-known REGIONS trademark and name and engaged in unfair competition.

B. Defendant's Use of the REGIONS Is Likely to Cause Confusion and Has Caused Confusion with Plaintiffs' REGIONS Mark

For trademark infringement and unfair competition, whether under state¹⁰ or federal law and whether for a registered or unregistered mark, plaintiffs must show (1) that their mark has priority over the mark defendant is using; and (2) that defendant's use of the mark is likely to cause confusion among consumers. *Choice Hotels Int'l, Inc. v. Kaushik*, 147 F. Supp. 2d 1242, 1247 (M.D. Ala. 2000). Regions' REGIONS mark and name has priority over defendant's REGIONS UNIVERSITY and REGIONS –Regions' REGIONS mark has been federally registered, alone and with other elements, and has been in use for over 14 years – long before defendant began to use REGIONS UNIVERSITY and REGIONS.

The undisputed facts establish that confusion as to sponsorship and affiliation is established through the many instances of actual confusion of record and the defendant's own admissions of the confusion that has occurred. Defendant's fundamental mistake both as expressed by Dr. Rex Turner in his testimony and in its various trademark infringement and

¹⁰ Defendant is mistaken that Regions' marks must be registered in Alabama for it to be liable under Alabama law for trademark infringement. Def. Br. at 70-71. Ala. Code § 8-12-16, to which Defendant refers, begins with the condition, "Subject to the provisions of Section 8-12-19 . . ." Section 8-12-19 provides, "Nothing in this article shall adversely affect the rights or the enforcement of rights in marks acquired in good faith at any time at common law." Ala. Code § 8-12-19.

unfair competition claims is that (1) the confusion prohibited by trademark and unfair competition laws includes confusion as to source and sponsorship and (2) it has no right to take the advantage of the goodwill of another by adopting the famous mark of another that is not a competitor.

For trademark infringement and unfair competition actions, whether under state or federal law, the question to determine is whether the use of a mark is likely to cause confusion as to the source of the products. Confusion as to source includes confusion as to sponsorship or approval. “[T]he unauthorized use of a trademark which has the effect of misleading the public to believe that the user is sponsored or approved by the registrant can constitute infringement.” *American Farm Bureau Fed’n v. Alabama Farmers Fed’n*, 935 F. Supp. 1533, 1546, (M.D. Ala. 1996), citing *Burger King Corp. v. Mason*, 710 F.2d 1480, 1491-92 (11th Cir. 1983). See *Beer Nuts, Inc.*, 805 F.2d at 924. See also *University of Georgia Athletic Ass’n v. Laite*, 756 F.2d 1535, 1546 (11th Cir. 1985); *Dallas Cowboys Cheerleaders, Inc. v. Pussycat Cinema, Ltd.*, 604 F.2d 200, 205 (2d Cir. 1979) (“The public’s belief that the mark’s owner sponsored or otherwise approved the use of the trademark satisfies the confusion requirement.”).

This is because a trademark symbolizes the reputation of its owner, for good or ill, and is something that its possessor has the right to control and the right to exploit. Judge Learned Hand famously explained:

His mark is his authentic seal; by it he vouches for the goods which bear it; it carries his name for good or ill. If another uses it, he borrows the owner’s reputation, whose quality no longer lies within his own control. This is an injury, even though the borrower does not tarnish it, or divert any sales by its use; for a reputation, like a face, is the symbol of its possessor and creator, and another can use it only as a mask.

Yale Electric Corp. v. Robertson, 26 F.2d 972, 974 (2d Cir. 1928).

Section 43(a) of the United States Trademark Act, which codifies the federal law of unfair competition, explicitly provides:

Any person who, on or in connection with any goods or services . . . uses in commerce any word, term, name, symbol or device, or any combination thereof, or any false designation of origin . . . which – (A) is likely to cause confusion, or to cause mistake, or to deceive as to the ***affiliation, connection, or association*** of such person with another person, or as to the ***origin, sponsorship, or approval*** of his or her goods, services, or commercial activities by another person . . . shall be liable in a civil action by any person who believes that he or she is or is likely to be damaged by such act.

15 U.S.C. §1125(a). This “likely to cause confusion” standard is the same whether under this Section 43(a) or under Section 32, which codifies liability for infringement of a federally registered mark, 15 U.S.C. § 1114. J. Thomas McCarthy, *McCarthy on Trademarks and Unfair Competition* § 23:1 (4th ed. 2007); *Jellibeans, Inc. v. Skating Clubs of Georgia, Inc.*, 716 F.2d 833, 839 (11th Cir. 1983).

In determining whether confusion is likely under trademark or unfair competition, seven factors are considered by a court:

1. the type of mark used by the plaintiff;
2. the similarity of the marks;
3. the similarity of the goods or services represented by the marks;
4. the similarity of the retail outlets and the customers served;
5. the similarity of the advertising media used by the parties;
6. whether the defendant had the intent to infringe; and
7. any evidence of actual consumer confusion.

Frehling Enters. v. Int’l Select Group, Inc., 192 F.3d 1330, 1335 (11th Cir. 1999).

Because likelihood of confusion requires a complex analysis of the effect of symbols and their use on the public, summary judgment is not usually appropriate or granted. *See Universal*

Money Ctrs. v. AT&T, 22 F.3d 1527, 1530 n.2 (10th Cir. 1994) (noting that “likelihood of confusion is frequently a fairly disputed issue of fact on which reasonable minds may differ”); *Miranda v. B&B Cash Grocery Store, Inc.*, 975 F.2d 1518, 1534 (11th Cir. 1992) (“If reasonable minds could differ on the inferences arising from undisputed facts, then a court should deny summary judgment”).

However, this case -- where the tremendous fame of the REGIONS mark in Montgomery and the state of Alabama and elsewhere cannot be disputed defendant admits to knowledge of the fame of the REGIONS mark, there are numerous instances of actual confusion and defendant admits to confusion -- is the unusual case where sufficient material facts are admitted or are so beyond dispute that a reasonable fact finder would have to find that confusion is likely and that defendant has infringed the plaintiffs’ REGIONS mark and name.

1. Plaintiffs’ REGIONS Mark Is Strong and Worthy of a High Degree of Protection

The strength of a mark is its power to indicate source or origin. McCarthy § 11:74n1 (citing Restatement (Third) of Unfair Competition § 21, comment (1995)). Even marks that originally were inherently weak can become strong through length of use, advertising, promotion, sales and other means by which marks gain strength. *See Citibank N.A. v. Citibanc Group, Inc.*, 215 U.S.P.Q. 884, 907 (N.D. Ala. 1982).

Strength is a measure of the effect of the mark on the mind of the consuming public. A mark that has become strong due to its “fame or uniqueness is more likely to be remembered and more likely to be associated in the public mind with a greater breadth of products and services than is a mark that is weak because relatively unknown or very like similar marks or very like the name of the product.” J. Thomas McCarthy, *McCarthy on Trademarks and Unfair Competition* § 11:73 (4th ed. 2007) (citing *James Burrough, Ltd. v. Sign of Beefeater, Inc.*, 547 F.2d 266 (7th

Cir. 1976)). Thus, it is fundamental to the law of trademark infringement and unfair competition that a mark that has “achieved widespread customer recognition as a symbol of origin is more likely to result in confusion” by a junior user’s similar mark than a mark with little consumer recognition. McCarthy § 11:73; *Sullivan v. CBS Corp.*, 385 F.3d 772, 777 (7th Cir. 2004)(“the legal strength of a mark is usually the same as its economic and marketing strength”); *Virgin Enters. V. Nawab*, 335 F.3d 141, 148-49 (2d. Cir. 2003).

Regions by any measure is a strong mark in Montgomery, the State of Alabama, Regions’ footprint in 16 states, primarily in the South and the border states, and nationally as well. Regions, after all, is one of the largest financial institutions in the United States. The REGIONS online bank is one of the largest in the country serving over a million households and representing assets of many billions of dollars. In addition, the REGIONS mark is promoted nationally through Regions’ sponsorship of the SEC, Sunbelt and other schools in its footprint and that like REGIONS are geographically located in the South, but are nationally known.

Regions has spent hundreds of millions of dollars promoting the REGIONS brand since its adoption in late 1993. It is a huge institution by any standard in its geography. The largest corporation headquartered in Alabama, the largest financial institution in Alabama, the number 1 share of market in numerous states, tens of thousands of employees and so on. However, the fame and strength of the REGIONS mark and name is also, and perhaps primarily, reflected by Regions presence and involvement in its communities. The 2,000 REGIONS branch banks, 2,400 ATMS means that REGIONS is there and known in its communities. For example, if you live in Montgomery, you have to be aware of REGIONS. There are 25 REGIONS branches and the signs on the two largest buildings are REGIONS signs.

Further, Regions deep involvement in its communities – from its sponsorships of cultural events, colleges and universities, its educational programs in its communities and school involvement of many REGIONS associates in their communities -- all contribute to the awareness and strength of the REGIONS name and mark.

All this is represented by the REGIONS mark that Regions uses to identify everything that it does – the names of its businesses and divisions like Regions Bank, Regions Mortgage, Regions Insurance Group and Regions University – and that appears on virtually everything that is disseminated to the public from signs and advertising to checks and credit cards. As Bill Askew said the REGIONS brand “represents who we are and all of our values and vision.” Askew Decl. ¶ 2.

Even Regions University, the name of Regions’ top ranked internal corporate training program has contributed to the overall equity of the REGIONS brand and itself has its own equity. After all, tens of thousands of people have taken Regions University courses. In 2006 alone, 20,000 employees of Regions a course at REGIONS UNIVERSITY. This is a greater number of Regions University participants in one year than all the students who have ever attended the defendant school in any of its incarnations. Moreover, the fame of Regions University is not sealed in Regions or its large employee population. Defendant itself knew of Regions’ Regions University before it chose Regions University. It is well recognized that “[u]sing a mark in selling goods or rendering services only to employees can constitute a bona fide public ‘use’ of a mark. This is a bona fide use, albeit to a defined segment of the general public.” McCarthy § 16:7. *See also American Int’l Reinsurance Co. v. Airco, Inc.*, 570 F.2d 941, 941 (C.C.P.A. 1978) (holding that a manufacturing company could register a service mark for the service of administering a retirement plan for its employees).

The strength of the REGIONS name and mark is scientifically shown through the many surveys Regions has conducted over the years as part of its business to understand its REGIONS brand and customers. These surveys that have been conducted in cities in the Regions footprint show near universal awareness of REGIONS in Alabama and strong awareness in other parts of the REGIONS footprint.

The fame of the mark REGIONS is shown by the reaction to the REGIONS UNIVERSITY name and the confusion that has been engendered. Laina Costanza, the school's advertising person, said that Regions Bank came to her mind when Dr. Turner mentioned that the new name of the university could be Regions University on August 1, 2006. Costanza Tr. 64. The many instances where someone asked whether Regions contributed to Regions University or was affiliated with REGIONS UNIVERSITY all reflect the great strength of the REGIONS brand and that if another institution uses REGIONS there probably is a connection. *Commerce Foods, Inc. v. PLC Commerce Corp.*, 504 F. Supp. 190, 194 (S.D.N.Y. 1980) (explaining instances of actual confusion are useful in assessing the strength of a mark).

(1) Regions Diligently Polices Its REGIONS Name and Mark and Little Third Party Use of Its Mark Exists

Defendant's submissions of third party business names and other filings do not detract from the strength of plaintiff's REGIONS name and mark. Many of the business names are no longer in use, are internal uses only, use "regions" only descriptively, such as "River Regions," are for goods or services extremely different than Regions, or are at most mom & pop stores of which the general public has never heard used, including defendant until this case was brought. Defendant has learned of them only through extensive searches through databases and business

records,¹¹ and there are no commercials on television or on the radio any of these names of which anyone is aware. Furthermore, trademark registrations, business name registrations and domain name registrations are not evidence of use. *See* McCarthy § 11:88 (“Third party registrations are not evidence of use ‘so as to have conditioned the mind of prospective purchasers’”). The mere existence of a registration does not mean that the owner is using the name or mark and provides no probative information that consumers would know the name or mark exists. *See Miss Universe, Inc. v. Little Miss U.S.A., Inc.*, 212 U.S.P.Q. 425, 429 (N.D. Ga. 1981) (“[T]he Fifth Circuit refused to assume, even from evidence of federal registration, that third-party marks were in use.”) (citing *Turner v. HMH Publishing Co.*, 380 F.2d 224, 228 n.2 (5th Cir. 1967), cert. denied, 389 U.S. 1006 (1967)).

These small, insignificant and unknown or virtually unknown records do not weaken the REGIONS mark. “[U]nauthorized use of a mark does not necessarily render a mark weak. The proper inquiry is whether the third party use significantly diminishes the public’s perception that the mark identifies services connected with the owner.” *The Breakers of Palm Beach, Inc. v. Int’l Beach Hotel Development, Inc.*, 824 F. Supp. 1576 (S.D. Fla. 1993); *Univ. of Ga.*, 756 F.2d at 1545, n.27. *See also Jellibeans*, 716 F.2d at 841 n.20 (“The fact that other local businesses used the same mark to identify unrelated products, the district court properly held, did not dilute the strength of Jellibeans, Inc.’s mark”).

Others are business records of the word “Region” instead of “Regions.” Third party listings of “Region” do not detract strength from “Regions,” particularly where the marks at issue are both REGIONS. Dr. Turner recognized that there is a significant difference between

¹¹ Defendant has only hearsay evidence of use and has submitted no actual evidence of third party use of a REGIONS mark.

“Region” and “Regions” when he testified as to this difference and explained that he chose “Regions” and never considered “Region.” Turner Tr. 115-16.

None of the names or marks that defendant has identified has caused any known confusion with Regions in sharp contrast with the immediate and substantial confusion caused by defendant’s use of the REGIONS mark. When Regions has identified confusingly similar uses or potential uses, it has objected by sending a cease and desist letter. Regions have sent more than 300 such cease and desist letters and have been successful in preventing and stopping infringement of its mark. Virtually every objection by Regions to another’s use of another REGIONS mark has ended. Other than defendant Regions University, Regions is unaware of any case of the REGIONS mark that has caused confusion that it has not been able to stop. Mehlman Tr. 196.

Accordingly, the facts of this case are very different than the facts of the *Amstar* case relied upon by defendant. There, the word “Domino” was the subject of 72 registrations at the USPTO and “extensive evidence” of third party use of the Domino name dating back to 1885. *Amstar Corp. v. Domino’s Pizza, Inc.*, 615 F.2d 252, 259 (5th Cir. 1980). There was also evidence that the plaintiff had not been diligently protecting its rights in the DOMINO mark because it had not objected to 72 third-party registrations of the mark DOMINO, and did not even bring suit against the defendant until 10 years following the defendant’s first use of the DOMINO mark. *Id.* at 265.

Here, there are very few instances of another’s use of REGIONS or in the marketplace or of other REGIONS registrations. Regions is vigilant in protecting its mark and has successfully persuaded many business operators and domain name owners from using its mark. Regions has objected to defendant’s use of REGIONS UNIVERSITY within a month of its first use and only

a couple of weeks after its public announcement. Accordingly, *Amstar* is inapplicable to the instant facts, and Regions continues to enjoy substantially exclusive use of the REGIONS name and mark.

2. Plaintiffs and Defendant's REGIONS Marks Are Similar

Regions uses the mark and name REGIONS alone. In addition, Regions uses REGIONS with various generic descriptors as marks and names for its various businesses and services. These include REGIONS MORTGAGE, REGIONS INSURANCE GROUP, REGIONS BANK, REGIONSNET, REGIONS PREFERRED BANKING, REGIONS CHARITY CLASSIC and REGIONS UNIVERSITY. Regions is commonly known and referred to as "REGIONS."

Defendant uses REGIONS and the generic descriptor University for its mark REGIONS UNIVERSITY. Defendant also frequently uses REGIONS alone as its name. For example on its website on its homepage is the quotation "Is *Regions* Online learning program for me?" and on its FAQ page it begins "What degrees are offered at *Regions*?" Also other examples of the many uses of Regions alone on that page are: "Are all *Regions* degrees offered fully online?"; "To find our degree offerings, go to *Regions*' homepage . . ."; In addition, *Region's* Turner School of Theology is"; "Does *Regions* accept military educational benefits?"; "Much of the information about *Regions* library can be accessed at" and so on. (emphasis added). Regions University has a website address: www.regions.edu. Similarly, in its online Academic Catalog defendant frequently refers to itself simply as "Regions."

Also, the public and the press naturally refer to Regions University just as "Regions." In the only known newspaper article about defendant after it name changed the headline is "*Regions*" grads come from near and far." Marmer Decl. Ex. F.

Accordingly, defendant's comparison only of the marks REGIONS BANK with REGIONS UNIVERSITY is somewhat disingenuous and does not reflect commercial reality. *See* Def. Br. at 34.

In fact, the parties both use the marks REGIONS and REGIONS UNIVERSITY – while Regions uses many other REGIONS based marks. Accordingly, the parties use the identical marks and the distinctive element of their marks is plaintiffs core mark and name REGIONS. This is just inescapable reality.

Defendant seeks to distinguish the parties REGIONS marks by their stylization. First, it is well-known that a word mark is the dominant element of stylized mark. McCarthy § 23:47; *Herbko Int'l., Inc. v. Kappa Books, Inc.*, 308 F.3d 1156, 1165 (Fed. Cir. 2002); *see also* *Frehling*, 192 F.3d at 1337. After all, a mark is referred to by its name, not its stylization. *See Virgin Enters.*, 335 F.3d at 149 (finding similarity where defendant used same name as plaintiffs despite presence of logo). Second, defendant's initial stylization used for REGIONS UNIVERSITY is remarkably similar the stylization used by Regions for its REGIONS and REGIONS UNIVERSITY marks as appears below:

REGIONS UNIVERSITY

Exs. 42, 43, 65.

Third, the stylizations for marks change. The REGIONS mark has undergone three changes in stylization since the adoption of REGIONS in 1993 – two changes in stylization have occurred in the last three years – and all three are concurrently in use. Yet, not even defendant suggests, that anyone would think that different stylizations indicate different REGIONS. Defendant, itself, in the short time that it has used REGIONS UNIVERSITY.

Forth, stylizations are often not used and often make no impression. For example, the REGIONS and REGIONS UNIVERSITY marks are without stylization in radio ads, television voice overs, word of mouth or newspaper headlines or stories. And, when they do appear the public does not focus on trademark stylization when driving down a highway and seeing REGIONS or REGIONS UNIVERSITY on a billboard or flipping through a newspaper or magazine.

Moreover, contrary to defendant's claim (Def. Br. at 36) there is no inference that services are unrelated merely because the trademark examiner at the USPTO passed the REGIONS UNIVERSITY trademark application to publication without citing any of the Regions' REGIONS mark. In fact, the REGIONS UNIVERSITY mark is passed to publication, not to registration. The USPTO, recognizing the limitations of the examination process, passes a mark on to publication to allow persons who believe that they would be harmed by the registration of the mark to oppose the application. *See Compton v. Fifth Avenue Ass'n*, 7 F.Supp.2d 1328, 1333 (M.D. Fla. 1998) (explaining that cancellation and opposition proceedings are the "second backstop" to ex parte examination). Regions opposed the REGIONS UNIVERSITY application based on its REGIONS mark and name. Marmer Decl. Ex. F.

3. The Parties' Services Are Related

Where marks are identical the goods or services don't need to be that close. *In re Shell Oil Co.*, 992 F.2d 1204, 1207 (Fed. Cir. 1993).

Services need not be identical but only need to be related in some way. *Babbitt Electronics, Inc. v. Dynascan Corp.*, 38 F.3d 1161, 1179 (11th Cir. 1994) (explaining that confusion does not require competition). Regions is a financial institution, but in many ways, Regions and its services are related to colleges and universities.

Regions contributes millions of dollars for sponsorships and charitable contributions to college conferences like the SEC, the Sunbelt Conference and many individual colleges and universities. It actively and prominently advertises and promotes these sponsorships and contributions. Sponsorships and association with a well-known and respected institution that possesses significant goodwill is worth a lot. The public is aware of these sponsorships and that wealthy corporations and individuals often contribute to schools and universities. Abernethy Rep. 28.

The public also knows that often where a significant contribution is made that it is very typical for a person or a business to sponsor a university or donate much money to a university. In honor of such donations and sponsorships, universities often name buildings, schools and even the name of the university in the donor or sponsor's honor. Examples abound: Duke University was named after James Duke; Vanderbilt University was named after Commodore Cornelius Vanderbilt.

Defendant is well aware of the kind of associations, positive and negative, that might be made between universities and individuals and corporations. Concern with an association was one of the principle reasons discussed for not choosing Turner University even though the school already had a Turner School of Theology and its founder was named Turner. Turner Tr. 89.

Also, defendant's attorney warned of "confusion as to sponsorship" as to various Turner companies. Ex. 28.

Regions provides hundreds of millions of dollars of loans for students. Even for defendant's students, Regions has provided in 2005 and 2006 more than \$500,000 in loans for students attending SCU. Ex. 50-51.

The connection in the public mind between Regions and educational services is further enhanced by the many educational seminars, presentations and talks concerning banks and other financial matters to the public and to schools of all levels. Regions employees have taught grade students and college students about money and finances. It provides educational scholarships at various universities and also has a matching program for educational scholarships.

Regions has its own Regions University for corporate training in which employees take various courses on financial topics organized into colleges. In 2006 alone, 20,000 employees took courses at Regions University – a population in one year significantly larger than the combined enrollment of defendants entire history under its various names. That Regions University is known outside of Regions is shown by defendant’s own knowledge of Regions’ Regions University when defendant chose Regions University.

4. The Parties Serve the Same Customers and Retail Markets

Regions has millions of customers. They are everyone who is old enough to have a bank account. Abernethy Rep. 13. “A very important part of Regions customer base are ordinary people needing routine banking services.” *Id.*; *see also* Dunman Tr. 38. Regions University target customers necessarily overlaps the broad REGIONS customer base. The target audience for a Regions University television commercial “[w]ould be an individual 25 to 55, young professional or a mother at home, someone who needed to finish their degree or is transferring, someone who wants to further their education, someone who already has a bachelor’s. Usually it’s more of a professional – you target more of a professional market.” Costanza Tr. 44.

Many of Regions’ customers and Regions University customers are not sophisticated purchasers. “[T]he wide range of products offered [by Regions] targets almost any adult or child with enough money to open a basic or savings account. For this reason, the current and potential customers of Regions Bank are no more sophisticated than the general population.” Abernethy

Rep. 14. Because the market includes individuals without a high school diploma or a high degree of familiarity with the English language, “some of Regions customers would have far less education and sophistication than the general population.” *Id.*

Likewise, Regions University targets a diverse customer base including persons who have only a high school diploma or GED equivalent, persons who have begun college but are transferring, and persons who are at home without previous education. Costanza Tr. 44. As Exhibit 113 explains, undergraduates who are older than 20 need not take or submit to Regions University scores for standardized tests such as the SAT or ACT. Ex. 113 at 2018.

Even sophisticated members of the public can be confused, particularly where, as here, the parties’ marks are identical in their distinctive element. Merely because someone is sophisticated does not mean that the person is sophisticated about trademarks or divining the source of origin of goods or services. *Cf. E. Remy Martin & Co. v. Shaw-Ross Int’l Imports*, 756 F.2d 1525, 1530 (11th Cir. 1985) (finding in a case regarding cognac and brandy, “[t]o us it appears quite likely that, even assuming a sophisticated consumer from the drinking world, such a consumer could easily conclude that Remy Martin had undertaken the production and sale of wine and that its name and goodwill therefore attached to Myers’ product, both products originating in France”).

Indeed, here many of the persons who were confused are sophisticated. The first instance of actual confusion known, the day after defendant’s announcement was an email from Dr. Wilson Luquire. “Is this related to the Bank and if so many I applaud you with double congratulations!!!!!! Ex. 35. Jack Galassini saw a REGIONS UNIVERSITY commercial and thought the school might have some kind of relationship with Regions Bank.” Galassini Affidavit.

5. The Parties Use the Same Advertising Media

Regions and Regions University use the same advertising media and advertise their services in the same markets. Defendant has admitted this fact. Def. Br. 41. Regions University advertises on television, radio, billboards, magazines, newspapers, merchandising and the Internet. Exhibits 43 and 123 show the areas in which Regions has concentrated its advertising: it has advertised exclusively in the Old South, save for one national cable television commercial. It has advertised mostly in Alabama and Tennessee, the locations of Regions University's campuses, and states in which Regions is universally recognized.

Regions advertises using the same media in the same geographic footprint, and also on national television and the Internet. *See* Peters Tr. 112-13. Defendant is well aware of the overlap. Dr. Turner said that he recalls seeing the Regions name in television commercials and that he has seen Regions newspaper advertisements. Turner Tr. 10-11.

This overlap in advertising is a reason why there have been so many instances of confusion.

6. Defendant Chose Its For-Profit REGION UNIVERSITY Name To Take Advantage of the Goodwill Represented by the Famous REGIONS Mark and to Project Itself as an Institution of National Prominence.

Defendant's intent is not a necessary element in a claim for trademark infringement or unfair competition, but it is, as the Eleventh Circuit instructs, "[t]hat a latecomer adopts another's name, deliberately seeking to capitalize on the other's reputation and benefit from the confusion, is an important factor for a court." *Ross Bicycles, Inc. v. Cycles USA, Inc.*, 765 F.2d 1502, 1508 (11th Cir. 1985). A bad faith intent alone may even justify a finding of infringement: "If it can be shown that a defendant adopted a plaintiff's mark with the intention of deriving a benefit from the plaintiff's business reputation, this fact alone may be enough to justify the inference that

there is confusing similarity.” *Frehling*, 192 F.3d at 1340; *Am. Farmer Bureau*, 935 F. Supp. at 1548, citing *Babbitt*, 38 F.3d at 1179 (1994) (“A likelihood of confusion can be found as a matter of law if the defendant intended to derive benefit from the plaintiff’s trademark”).

People who adopt another’s mark to take advantage of the goodwill of another’s well-known mark usually do not admit their intent and defendant does not do so in this case.

“[I]ntent, as the district court noted, must often be proved by circumstantial evidence.”

Jellibeans, Inc. v. Skating Clubs of Ga., Inc., 716 F.2d 833, 843 (11th Cir. 1983). Usually, the facts and circumstances surrounding second comer’s adoption and use reveal his true intent. *Id.*

Here, the circumstantial evidence surrounding defendant’s adoption and use of the Regions University mark shows as a matter of law defendant chose the REGIONS UNIVERSITY mark with the intention of taking advantage of the goodwill of the famous REGIONS name.

Defendant’s purpose, as revealed by its Board minutes, in choosing a new name could not be clearer – the school needed a “for-profit type name” “to increase enrollment in areas such as business in order to support our degrees in the Turner School of Theology.” Turner Tr. 72-74, Ex. 20 at RU 110. The institution was seeking tuition-paying students in business and other professional and applied degree programs and it decided that business students “if they have a business degree hanging on their wall, they would rather it not say Christian.” Turner Tr. 74.

The other purpose in changing the name, as set out in the Board’s resolution, was to “assist the University in projecting itself as a nationally recognized school of prominence.” Ex. 31. Defendant whatever its merits, is not in any sense “a nationally recognized school of prominence.” The school has never been referred to as a nationally recognized school of prominence in any publication, article, report or by any person. Crosby Tr. 55.

Accordingly, defendant was looking for a name that, apart from any goodwill that it had created, would allow it to indicate to the potential students who were the targets of its marketing efforts that defendant was an institution of national prominence – something that it was not.

So, what did defendant do? It chose the probably the most prominent for-profit name in its state of Alabama – the name of the state’s largest financial institution and largest corporation, a name having about 100% recognition and the name of an institution that, in fact, was an institution of national prominence.

Regions is so well known and powerful that when Rex Turner told his advertising person, the name Regions immediately came to mind.

Further, Rex Turner and his board were sensitive to the association that might be made between it and a famous name. The school did not choose the name Turner in 2005 because of a perceived negative impact if there were an association with Ted Turner. And, the following year its trademark attorney advised that the USPTO might refuse registration of Turner University based on a number of Ted Turner marks “on grounds of likelihood of confusion as to association or sponsorship.” Ex. 28.

The adoption of the REGIONS name gave defendant precisely what it was seeking. REGIONS provided the benefit and association with a for-profit institution. Just the kind of benefit Regions itself pays millions of dollars annually for with its sponsorships of the SEC and Sunbelt conferences and many colleges and universities. Further, the REGIONS UNIVERSITY name gave it credibility for its business degrees that the school intended to drive the acquisition of tuition-paying students to support the Turner School of Theology. And for the school as a whole, its new name REGIONS UNIVERSITY, that incorporates Regions’ famous name, allows it to project itself as a national institution of prominence.

Defendant claims that REGIONS was chosen only because “regions” suggests the Christian mission of going to all the regions of the world to preach the gospel. This is pretextual. Regions might have a felicitous connotation of more than one region or many regions and this Christian connotation. But, defendant could have chosen many words conveying this suggestion. It is telling that none of the other names – Turner, Rex, Providence, Regal or Masters – considered had any suggestion of this Christian prescription or geographical breath. And almost any word, if you think hard enough, could have a same Christian or biblical suggestion. For example, Dr. Turner was asked the Christian connotation of “Masters.” He said: “Jesus, the Master Teacher.” But then he had no explanation why the word chosen was “Masters” rather than “Master.” Turner Tr. 71-72. It appears that, just as with the word “Masters,” and “Regal,” the word “Regions” was chosen and then a Christian connotation was developed to satisfy the school’s Christian contingency.

Defendant seeks to hide behind a short email sent on July 27, 2006 from its trademark attorney regarding the “registerability of the marks Turner University, Rex University and Regions University”. Ex. 28. The email is inadequate on its face. It makes no reference to any REGIONS mark, even the REGIONS CHARITY CLASSIC, that came up in the attorney’s search of the USPTO records. Ex. 501. It makes no evaluation of the risk of use of the Regions University mark or any reference to the use of any mark’ it only concerns registerability. It does not refer to any sources searched other than simply the USPTO database. At most, the search is a preliminary, screening search for registerability and to spot obvious conflicts to avoid unnecessary expense.

The purpose of a preliminary search (also known as a “screening” or “knockout” search) is to spot obvious conflicts at the outset, thereby avoiding the expense and time required for a full search. The preliminary search uses a limited number of resources that the

searcher deems most likely to yield relevant marks with minimum effort. It serves to rule out marks which are clearly unavailable, not to reach a definitive answer on the availability of those marks which survive.

If a mark survives its initial screening, the usual procedure is to request a professional search firm to conduct a full search. The standard full search involves a broader array of federal and common law sources than the typical preliminary search. These typically include federal applications and registrations, state trademark registrations, business names, and listings from trade directories and industry databases.

Glenn A. Gundersen, *Trademark Searching* (1994). No full search was conducted. Defendant adopted the REGIONS UNIVERSITY mark the day after the search.

Defendant's intent is most clearly shown by the information that he withheld from his counsel – crucial information that would be necessary for a trademark counsel to provide an opinion that truly considered and evaluated the risk of adopting the REGIONS UNIVERSITY mark. Dr. Turner in his call to his trademark attorney, about search and opinion, mentioned that there was a Regions bank in Alabama. When his attorney told Dr. Turner that he had not heard of the bank, Dr. Turner told him nothing. Turner Tr. 137. So, Dr. Turner had Regions Bank on his mind, but provided his attorney absolutely no information that would give him any idea of how well known the REGIONS MARK is or the size of Regions.

An infringer can be shown in several ways, including, for example, that a person's choice not to provide all the relevant facts to his attorney demonstrates that he did not reasonably and honestly rely on the opinion of an attorney. *ECO Mfg LLC v. Honeywell International, Inc.*, No.1:03-CV-0170-DFH, 2003 WL 18888988 (S.D. Ind. Apr. 11, 2003), at *6.

Defendant's bad faith is further shown by its persisting in its adoption of the REGIONS UNIVERSITY mark despite the actual confusion arising from its use that began the day after defendant's adoption of the REGIONS UNIVERSITY name. Even more telling of defendant's

intent is the absence of any concern by Dr. Turner that people believed that his school was sponsored or affiliated with Regions.

7. Substantial Confusion Has Arisen From the Use of REGIONS UNIVERSITY

Defendant only adopted REGIONS UNIVERSITY a year ago and only began advertising it this year. In that short time, Defendant's use of REGIONS UNIVERSITY and REGIONS has caused a significant amount of confusion as appears from the many instances of actual confusion in the record.

More than twenty people have inquired as to the connection or affiliation of defendant with Regions. Some have believed that Regions the financial institution had started a university or bought a university. Others have inquired as to an affiliation or connection between Regions and Regions University.

Notably, this evidence of actual confusion is from all sectors: from the consuming public, from Regions employees, from persons affiliated with Regions University and former students of Regions University, and from telephone operators. Dr. Turner has admitted that persons have inquired of him whether Regions University is affiliated with Regions Bank. In response to the question, "[D]id any folks inquire as to affiliation between Regions University and Regions, the financial institution that you recall?" Dr. Turner testified, "People – You know how people will do. They'll come up and tell you, oh, y'all must have gotten some money or something." Turner Tr. 179-80. And, when asked if he was surprised at the number of times people had indicated that they thought there was some sort of affiliation between the Regions University and Regions, Dr. Turner responded, "[I]t was obvious to me that there was not confusion, but that the people were seeking or wanting to know affiliation, if there was any affiliation between the two, but that they understood the difference between a bank and an accredited university." Turner Tr. 264.

Moreover, the amount of confusion in this case is significant. “Actual confusion by a *few* customers is the best evidence of likelihood of confusion by many customers.” *American Farm Bureau*, 935 F. Supp. at 1548 (emphasis added) (citing *Freedom Savings & Loan v. Way*, 757 F.2d 1176, 1185 (11th Cir. 1985)); *see also Texas Tech. Univ. v. Speigberg*, 461 F. Supp. 2d 510, 522-23 (N.D. Tex. 2006) (“Further, ‘reason tells us that . . . very little proof of actual confusion would be necessary to prove the likelihood of confusion”). For example, Texas Tech had only three instances of confusion as to whether it had licensed its marks to the defendant, and the court found this evidence sufficient in finding actual confusion. *Texas Tech.*, 461 F. Supp. 2d. at 523.

Many other cases involving universities as parties have also found infringement where there was evidence of confusion as to sponsorship or affiliation. *See, e.g., Texas Tech.*, 461 F. Supp. 2d at 523 (at least three customers expressed actual confusion as to whether university had licensed the infringing products); *Bd. Of Supervisors of La. State Univ. v. Smack Apparel Co.*, 438 F. Supp. 2d 653, 662 (E.D. La. 2006) (noting that even if the products were not competing, confusion could exist because consumers may be confused as to sponsorship or affiliation).

In *University of Georgia*, the Eleventh Circuit found fifteen instances of actual confusion persuasive where each instance of confusion related to an inquiry of whether the defendant, a beer brewer, was connected with the University or if the University licensed its mark to the defendant. *Univ. of Ga.*, 756 F.2d at 1546. That no one actually believed the university had gone into the beer brewing business was entirely irrelevant. *Id.* at 1547.

The cases cited by defendant, such as *Nora Beverages*, are inapplicable to the facts of this case. In those cases, the issue was whether a small amount of confusion over many years was significant enough to find that the factor of actual confusion weighed in the plaintiff’s favor.

Here, it has been just one year since Regions University announced its name change. Just days following the name change announcement, Regions University began to receive emails and phone calls from the public asking whether the university and Regions were affiliated or if Regions donated money to the university. *See* Ex. 35; Response to Interrogatory No. 13 of Plaintiff's First Set of Interrogatories. Regions has received many inquiries. *See* pages – *infra*.

Finally, it is not a remedy that those who have inquired as to affiliation have been informed that there is no affiliation between Regions University and Regions. Words that seek to correct confusion are “insufficient to remedy illegal confusion. Only a prohibition of the unauthorized use will sufficiently remedy the wrong.” *Univ. of Georgia*, 756 F.2d at 1547.

8. Defendant's Use of the REGIONS UNIVERSITY and REGIONS Is Likely to Cause Confusion

As appears from the above, a review of the factors shows overwhelmingly that confusion is likely to arise from the use of the REGIONS UNIVERSITY and REGIONS MARKS BY DEFENDANT. The fame of REGIONS IN Montgomery and Alabama and other the other states where most of defendant's students are located and virtually all its advertising is conducted cannot be seriously disputed. Also, the marks of the parties REGIONS UNIVERSITY and REGIONS are the same. The parties' services differ – Regions does not offer secondary education and Regions University does not provide checking services, but Regions has many relationships with colleges and universities, provides educational seminars to its communities and to schools at all levels, Regions has its own corporate training program with the Regions University that has far more participants than defendant's enrollment in all the years it has operated.

Regions University's customers are within the broad customer base of Regions. Region and Regions University advertise through the same media – television, radio, billboards, newspapers and the Internet.

Regions University's intent is obvious. It wanted a “for-profit kind of name” that would permit itself to project itself – misleadingly – as a nationally recognized university of prominence. And that is exactly what it got when it picked REGIONS as the University's name. Defendant chose probably the most well-known for-profit name in Alabama – its number 1 financial institution and corporation – that was an institution of national prominence, one of the top 10 financial institutions in the United States.

And, defendant's use of REGIONS UNIVERSITY did cause confusion immediately – as evidenced by the instances of actual confusion, generally rare, starting the day after the announcement of the name change. Most strikingly is that defendant's president, Rex Turner, who chose the name Regions University, admits the confusion that has arisen, but takes the view that confusion as to sponsorship and affiliation does not count. But it does count. State and federal laws prohibit confusion as to sponsorship and affiliation. It is beyond peradventure that confusion is likely to arise from the parties' use of REGIONS AND regions university and, in fact, is occurring. This Court, now, under the material facts that cannot be in dispute, should grant Regions' motion and enjoin defendant's further use of REGIONS UNIVERSITY.

C. Regions Is Entitled to Summary Judgment on its State Dilution Claim

1. Defendant's Use of the Famous REGIONS Mark Constitutes Dilution Under Alabama State Law

Alabama law prohibits dilution of distinctive quality marks or names notwithstanding the absence of competition between the parties or the confusion of source or services. Specifically, Ala. Code 8-12-17 provides:

Likelihood of injury to business reputation or of dilution of the distinctive quality of a mark registered under this article, or a mark valid at common law, including a trade name valid at common law, shall be a ground for injunctive relief notwithstanding the absence of competition between the parties or the absence of confusion as of the source of goods or services.

Id. Professor McCarthy explains dilution and its underlying rationale as follows:

The dilution theory grants protection to strong, well-recognized marks even in the absence of a likelihood of confusion, if defendant's use is such as to be likely to diminish or dilute the strong identification value of the plaintiff's mark even while not confusing customers as to source, sponsorship, affiliation or connection. The underlying rationale of the dilution doctrine is that a gradual attenuation or whittling away of the value of a trademark, resulting from use by another, constitutes an invasion of the senior user's property right in its mark and gives rise to an independent commercial tort.

McCarthy of Trademarks, *supra*, § 24:72 at 24-174.

Dilution is illustrated in the Alabama court case *Arthur Young, Inc. v. Arthur Young & Co.*, 579 F. Supp. 384 (N.D. Ala. 1983). There, the court found that where a mark is strong and distinctive through extensive promotion over many years, the use of a virtually identical mark was likely to dilute the mark's distinctiveness. *Id.* at 390.

By any measure the REGIONS mark of Regions is famous, strong and distinctive in the State of Alabama. The mark has been extensively promoted for more than 14 years in all markets of Alabama. Regions is the number one financial institution in Alabama. Even defendant's president, who has been banking with Regions for decades has testified that everyone knows who Regions is. Indeed, everyone in Alabama does know Regions – Regions has a close to 100% familiarity level and an extraordinarily high unaided awareness level in Alabama for its REGIONS mark. And, few others use the Regions name in Alabama. Regions was the only REGIONS name in the Montgomery White Pages before defendant changed its name to Regions University. *See* Ex. 29. Other third party use is minimal, is obscure use

sometimes by one- or two-person companies or is use to which Regions has protested. Courts have in the past found such small and obscure uses to be insignificant to the strength of an otherwise strong mark. In *University of Georgia*, for example, the court found that the “fact that many other colleges, junior colleges and high schools use an English bulldog as a symbol does not significantly diminish the strength of [the university’s] mark.” *University of Georgia*, 675 F.2d at 1544. The court reasoned that some schools were geographically remote or used a different color scheme. “The remaining schools are so few in number and small in size that they pose no real threat to the strength of [the university’s] mark.” *Id.*

This evidence of the fame of Regions’ mark is really representative of the singular place that the REGIONS mark holds in consumers’ minds. When people in Alabama think of the word “Regions” in the context of an institution, they think of the plaintiffs – as Laina Costanza did when Rex Turner said he was thinking of using “Regions University” as the school’s name. The use of the same mark REGIONS by defendant means that Regions has lost that unique position of being the only known REGIONS entity. When people in Alabama hear or see the word “Regions” they now have to think and determine who owns the Regions name. Alabama’s state dilution act is designed to prevent this kind of injury to plaintiffs and to allow them to continue to enjoy the singular, unique position that it has built in the minds of consumers over the past nearly 15 years.

2. Defendant’s Use of REGIONS UNIVERSITY Is Likely to Cause Dilution of Plaintiffs’ REGIONS Mark under the Federal Dilution Act

Federal law also prohibits dilution of strong, distinctive marks. It protects the owner of a famous mark against another’s adoption of a mark that is likely to cause dilution, whether or not actual or likely confusion or economic injury exists. The Trademark Dilution Revision Act of 2006 provides:

Subject to the principles of equity, the owner of a famous mark that is distinctive, inherently or through acquired distinctiveness, shall be entitled to an injunction against another person who, at any time after the owner's mark has become famous, commences use of a mark or trade name in commerce that is *likely to cause dilution* by blurring or dilution by tarnishment of the famous mark, *regardless of the presence or absence of actual or likely confusion, of competition, or of actual economic injury.*

Trademark Dilution Revision Act of 2006, H.R. 683 (109th), Lanham Act § 43(c)(1), 15 U.S.C.

§ 1125(c)(1) (emphasis added).

The Act defines dilution by blurring as an “association arising from the similarity between a mark or trade name and a famous mark that impairs the distinctiveness of the famous mark.” *Id.* at § 1125(c)(1)(B)(1). Plaintiffs’ REGIONS Mark Is Distinctive

As discussed in detail in Section II(A)(1) and (b) above, the REGIONS mark of Regions is inherently distinctive, and has strong market power. Consumers recognize the REGIONS mark as belonging to Regions.

a. Plaintiffs’ REGIONS Mark Is Famous

Fame has a legal test under 15 U.S.C. § 1125(c):

[A] mark is famous if it is widely recognized by the general consuming public of the United States as a designation of source of the goods or services of the mark's owner. In determining whether a mark possesses the requisite degree of recognition, the court may consider all relevant factors, including the following:

- (i) The duration, extent, and geographic reach of advertising and publicity of the mark, whether advertised or publicized by the owner or third parties.
- (ii) The amount, volume, and geographic extent of sales of goods or services offered under the mark.
- (iii) The extent of actual recognition of the mark.
- (iv) Whether the mark was registered under the Act of March 3, 1881, or the Act of February 20, 1905, or on the principal register.

15 U.S.C. § 1125(c)(2)(A). As Regions has demonstrated, its federally registered REGIONS mark is widely recognized by the general consuming public of the United States. Regions is certainly widely known in its 16 state footprint with extraordinarily high aided and unaided awareness. Beyond these 16 states, Regions has a strong internet presence, is the sponsor of sports teams whose competitions, and therefore Regions commercials, are nationally televised, is the sponsor of a widely known golf tournament in Alabama and provides banking services, mortgage and lending services, insurance services and other financial services to customers regardless of their residence. Its use has been consistent and prominent over the past 14 years and has been advertised widely throughout the 16 states, on cable television and on the Internet. Its sales continue to grow to the extent that Regions has \$143 billion in assets as of 2006.

b. Defendant's Use of the REGIONS Mark Is Likely to Cause Dilution by Blurring

To determine whether a mark or trade name is likely to cause dilution by blurring, the Court may consider all relevant factors, including the following:

- (i) The degree of similarity between the mark or trade name and the famous mark.
- (ii) The degree of inherent or acquired distinctiveness of the famous mark.
- (iii) The extent to which the owner of the famous mark is engaging in substantially exclusive use of the mark.
- (iv) The degree of recognition of the famous mark.
- (v) Whether the user of the mark or trade name intended to create an association with the famous mark.
- (vi) Any actual association between the mark or trade name and the famous mark.

15 U.S.C. § 1125(c)(2)(B).

As Regions has explained, defendant has adopted the same name Regions as plaintiffs. Plaintiffs' REGIONS mark is inherently distinctive by means of its federal registrations and is

strong in the market. Plaintiffs have had substantially exclusive use of the REGIONS mark since its adoption in 1993. Very few other uses of the name Regions exist and defendant has not introduced any evidence of use except for hearsay. Regions' REGIONS Mark is recognized widely; the brand awareness studies dating back to 2000 show close to 100% recognition in some of its markets and strong unaided awareness levels in its markets. As Regions explained in great detail, defendant's intent to create an association with the famous mark is evident from defendant's knowledge of the REGIONS mark, the circumstances surrounding the adoption of its mark, the benefits it would gain from adopting Regions' famous REGIONS mark, the lack of an opinion as to the availability of the mark for use and a lack of an opinion on the risks associated with using the REGIONS mark, and the intentional omission of any explanation whatsoever of Regions to the attorney charged with evaluating the name Regions University for registrability. Furthermore, Regions has listed in Section II(B)(4) the many instances of actual associations between defendant's name and Regions' famous REGIONS mark.

Accordingly, the evidence points to the conclusion that defendant's use of the REGIONS mark is likely to dilute the distinctiveness of Regions' famous REGIONS mark and defendant should be enjoined from such use.

Respectfully submitted this the 17th day of August, 2007.

/s/ William G. Pecau

One of the Attorneys for Plaintiffs Regions Asset
Company, Regions Financial Company and Regions
Bank

OF COUNSEL:

Charles B. Paterson (PAT018)
Paul A. Clark (CLA076)
BALCH & BINGHAM LLP
Post Office Box 78
Montgomery, AL 36101-0078
Telephone: (334) 834-6500
Facsimile: (334) 269-3115
cpaterson@balch.com
pclark@balch.com

William G. Pecau
Rachel M. Marmer
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, NW
Washington, DC 20036
Telephone: (202)429-6244
Facsimile: (202)429-3902
wpecau@steptoe.com

CERTIFICATE OF SERVICE

I hereby certify that I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system and service will be perfected upon any CM/ECF participants electronically and by overnight mail service a copy of the foregoing document to all participating and non-CM/ECF participants this the 17th day of August, 2007:

Victor T. Hudson
William W. Watts, III
Hudson & Watts, LLP
Post Office Box 989
Mobile, Alabama 36601-0989

James E. Shlesinger
Shlesinger, Arkwright & Garvey LLP
1420 King Street
Suite 600
Alexandria, Virginia 22314

/s/ William G. Pecau
Of Counsel